05-44481-rdd Doc 12732-9 Filed 02/19/08 Entered 02/19/08 17:36:19 Exhibit D Part 3 Pg 1 of 112

Heather Berkowitz

From: Sent:

Cathy Pitts [CPItts@VikingPlastics.com] Friday, January 11, 2008 11:45 AM

To:

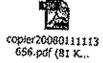
Heather Berkowitz

Subject:

FW: [Image File] Cathy Pitts,copier, #820

Attachments:

copier20080111113656.pdf



Cathy J. Pitts | Controller | Viking Plastics | 814.664.8671 x 115 | Fax

----Original Message-----

From: 81zhub@vikingplastics.com [mailto:8izhub@vikingplastics.com]

Sent: Friday, January 11, 2008 11:37 AM

To: Cathy Pitts

Subject: [Image File] Cathy Pitts, copier, #820

PROM:

Image data has been attached to the e-mail.

05-44481-rdd Doc 12732-9 Filed 02/19/08 Entered 02/19/08 17:36:19 Exhibit D Part 3 Pg 2 of 112

Heather Berkowitz

From:

Cathy Pitts [CPitts@VikingPlastics.com] Friday, January 11, 2008 11:45 AM

Sent: To:

Heather Berkowitz

Subject:

FW: [Image File] Cathy Pilts,copier, #819

Attachments:

copier20080111113635.pdf



Cathy J. Pitts/Controller/Viking Plastics/814.664.8671x115/Fax 814.664.4797

----Original Message-----

From: Bizhub@vikingplastics.com (mailto:Bizhub@vikingplastics.com)

Sent: Friday, January 11, 2008 11:37 AM

To: Cathy Pitts

Subject: [Image File] Cathy Pitts, copier, #819

FROM:

Image data has been attached to the e-mail.

SOUTHERN DISTRICT OF NEW	Y COURT YORK		
	******	X	
lu re		;	
22.70		;	Chapter 11
DELPHI CORPORATION, # AL.		:	
COL CIVITON, M.M.		;	Caro No. 05-44481 (RDD)
		;	
	Debtors.	•	(laintly & Aux - Lagran as

NOTICE OF CURE AMOUNT WITH RESPECT TO EXECUTORY CONTRACT TO BE ASSUMED OR ASSUMED AND ASSIGNED UNDER PLAN OF REORGANIZATION

(Jointly Administered)

PLEASE TAKE NOTICE that on December 10, 2007 the United States Bankruptcy Court for the Southern District of New York (the "Bankrupkcy Court") entered an order (the "Solicitation Procedures Order") (Docket No. 11389) (I) approving the disclosure statement (the "Disclosure Statement") with respect to the First Amended Joint Plan of Reorganization of Delphi Corporation and Certain Affiliates, Debtors and Debtors-In-Possession (the "Plan"), filed by Delphi Corporation and its affiliated debtors and debtors-in-possession (the "Debtors") and (ii) authorizing the Debtors to solicit votes on the Plan.

in accordance with the Solicitation Procedures Order, the Debtors hereby provide notice of their intent to cure ("Cure") and assume or assume and assign the contract(s) listed on Schedule Lattached hereto as provided in the Plan and the Disclosure Statement.

You must return this form in the envelope provided to Kurtzman Carson Consultants LLC, 2335 Alaska Avenue, El Segundo, California 90245, Att'a: Delphi Cure Claims, se as to be received by 7:00 p.m. (prevailing Eastern time) on January 11, 2408. If you fail to timely return this form, your contract(s) or lease(s) will be assumed, or assumed and astigued, and you will be paid the cure amount listed on Schedule I in new common stock of reorganized Delphi and rights to participate in the discount rights offering in the proportions set forth in the Plan for boiders of allowed general unsecured claims.

The Debtors' records reflect the amounts owing for prepetition arreamges as set forth on Schoolie 1 (the "Cure Amount"). Picase follow the four steps below and sign this notice to ensure that you receive the Cure to which you are entitled.

Step 1

fill the second or

Piease check one of the boxes below: Yes, I agree with the Care Amount listed on Schedule 1 (complete Step 2 below) No, I disagree with the Cure Amount listed on Schedule I (akip Step 2 and go to Stop 3 below)



Sko.2

Review the Pian in its entirety, including Article 5.3 of the Pian governing treatment of general amerured cialrus, and check one of the boxes below: I request payment of my Oure Amount to each (without postpetition interest) as soon as reasonably practicable after the Effective Date, but to any event no later than 30 days after the Effective Date (the "Distribution Date") I request payment of my Cure Amount on the Distribution Date in the Plan currency afforded General Unsecured Claims, including postpetition interest from the Petition Date through the earlier of the Confirmation Date or January 31, 2008 at the Michigan Statutory Rate (all as defined in the Pisn) (skip Step 3 and complete Step 4 below)

Step 3

If you checked the box in Step I indicating that you disagree with the Cure Amount, or if you checked the box in Step 2 indicating that you want to be paid in cash, you must sign and return this notice so as to be received on or prior to 7:00 p.m. (prevailing Eastern time) on January 11, 2568. You must also file an objection that states with specificity your asserted Cure amount, including appropriate documentation thereof, on or before the 30th day following the effective date of the Plan. If you fall to return this form by January 11, 2008 but timety file and serve an objection in accordance with the procedures outlined below, or vice verm, your objection will not be considered, the Cura Amount asserted by the Debtors will be controlling, you will be paid the Cure Amount in Plan currency in exchange for, among other things, the releases set forth in Article 11 of the Pian, and your contract(s) will be assumed, or assumed and assigned, (continue with Step

Objection Procedures. Objections to the proposed Cure Amount and/or the assumption or the assumption and assignment of the contract ment (a) be in writing, (b) conform to the Federal Rules of Benkrupacy Procedure, the Local Benkrupacy Rules for the Southern District of New York, and the Supplemental Order Under II U.S.C. §§ 102(1) And 105 And Fed. R. Bankr. P. 2002(m), 9006, 9007. And 9814 Betablishing Omnibus Henring Dates And Cortain Notice, Case Management, And Administrative Procedures, entered March 20, 2006 (Docket No. 2883), and the Solicitation Procedures Order, (c) be filed with the Bankruptcy Court in accordance with General Order M-242 (as amended) registered users of the Bankrupicy Court's case filing system must file electronically, and all other partiesin-interest must file on a 3.5 inch disk (preferably in Portable Document Format (PDF), WordPerfect, or may other Windows-based word processing format), (d) be submitted in hard-copy form directly to the chambers of the Honorable Robert D. Drain, United States Bankraptcy Judge, One Bowling Green, Room 632, New York, New York 10004, and (e) be served upon (f) Delphi Corporation, 5725 Delphi Drive, Troy, Michigan 48098 (Affu: General Counsel), (ii) counsel for the Debtors, Skadden, Arps, Sinte, Meagher & Florn I.L.P., 333 West Wacker Drive, Suite 2100, Chicago, Illinois 50606 (Arrn: John K. Lyons and Ron B. Meisler), (iii) counsel for the agent under the postpethion credit facility, Davis Polk & Wardwell, 450 Lexington Avenue, New York, New York 10017 (Att'm Donald Bernstein and Brian Resnick), (iv) counsel for the official committee of unsecured creditors, Letham & Wattens LLP, 985 Third Avenue, New York, New York 10022 (Atto: Robert J. Rosenberg and Mark A. Broade), (v) counsel for the official committee of equity security holders, Fried, Frank, Harris, Shriver & Jacobson LLP, One New York Plaza, New York, New York 10004 (Au'n: Bennie Steingart), (vi) counsel for A-D Acquisition Holdings, LLC c/o Appaleosa Management L.P., White & Case LLP, Wachovin Financial Center, 200 South Biscayne Boulevard, Suite 4900, Miami, Florida 33131 (Attn: Thomas E. Laurin) and White & Case LLP, 1155 Avenue of the Americas, New York, New York 10036 (Att'n: Glenn M. Kurtz and Gregory Pryor), (vii) counsel for Harbinger Del-Auto Investment Company, Ltd., White & Case LLP,

Wachovin Financial Center, 200 South Biscayne Boulevard, Suite 4900, Mismi, Florida 33131 (Anh: Thomas E. Lauria) and White & Case LLP, 1155 Avenue of the American, New York, New York 10036 (Atth: John M. Reins and Gregory Pryor), and (viii) the Office of the United States Trustee for the Southern District of New York, 33 Whitchail Street, Suite 2100, New York, New York 10004 (Atth: Alicia M. Leonhard), in each case so as to be received no later than 4:00 p.m. (prevailing Eastern time) on the 30th day following the effective date of the Plan (the "Cure Objection Deadline"). Objections not timely filed and served in the manner set forth above will not be considered and will be deemed overruled.

If there is a dispute regarding (i) the nature or amount of any Cure, (ii) the ability of the Reorganized Debtor or any assignee to provide "adequate assumance of future performance" (within the meaning of section 365 of the Bankruptcy Code) under the contract or lease to be assumed, or (iii) any other matter pertaining to assumption, or assumption and assignment, of the contract(s) or lease(s), the Bankruptcy Court will conduct a bearing before the Honorable Robert D. Drain, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, Room 610, New York, New York 10004, at such date and time as the Court may schedule, and Cure will occur following the entry of a final order of the Bankruptcy Court resolving the dispute and approving the assumption or assumption and assignment, as the case may be; provided, however, that if there is a dispute as to the amount of Cure that cannot be resolved consensually among the parties, the Debtors shall have the right to reject the contract or lease for a period of five days after entry of a final order establishing a Cure amount in excess of that provided by the Debtors.

Step 4

Sign and return this form in the envelope provided to Kurtzman Carsen Consultants LLC, 2335 Ainstea Avenue, El Segundo, California 90245, Att'a: Delphi Care Claims, so as to be received by 7:60 p.m. (prevailing Enterts time) on January 11, 2008. If you fail to timely return this form, your contract(s) or lease(s) will be assumed, or assumed and analyzed, and you will be paid the Care amount listed on Schodule I in new common stock of reorganized Delphi and rights to participate in the discount rights offering in the proportions set forth in Article 5.3 of the Plan.

Company Name: ASA Capital Le (450500 of Viking Photos Inc.)

By: Cathy Delto

Print Name: Adam Moskowitz Cathy PITTS.

Title: Manasins Mease Controller VPI Ago 3. G-p

Delphi Legal Information Hotline: Delphi Legal Information Waterier

Toll Free: (890) 718-5305 International: (248) 813-2698 Delphi Legal Information Website: http://www.delphidocket.com Dated: New York, New York December 10, 2007

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
John Wm. Beiler, Jr. (JB 4711)
George N. Pansgakis (GP 0770)
Ron E. Meisler (RM 3026)
Nathan Stunt (NS 7872)
333 West Wacker Drive, Suite 2100
Chicago, Himois 60606

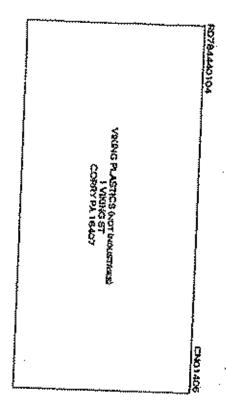
- and Kayalyn A. Marafioti (KM 9632)
Thomas J. Matz (TM 5986)
Four Times Square
New York, New York 10036

Attorneys for Delphi Corporation, et al., Debtors and Delptors in Possession

Schedule 1

Contract(s) to be assumed and/or assigned:	Cure amount:		
14986975	\$1,0%62		
5AQ9045699	\$0.00		
······································			

	······································		



SOUTHERN DISTRICT OF NEW YORK	
	х.
In re	: Chapter 11
Delphi Corporation, # 14.	: Case No. 05-44481 (RDD)
Debtors.	(Jointly Administered)
NOTICE OF CURE AMOUNT WITH P	X USPECT TO EXECUTORY CONTRACT IGNED UNDER PLANOE REOPERANTA TON

PLEASE TAKE NOTICE that on December 10, 2007 the United States Benkruptcy Count for the Southern District of New York (the "Bankruptcy Count") entered an order (the "Solicitation Procedures Order") (Docket No. 11389) (i) approving the disclosure statement (the "Disclosure Statement") with respect to the First Amended Joint Plan of Reorganization of Delphi Corporation and Certain Affiliates, Debtors and Debtors-In-Possession (the "Plan"), filed by Delphi Corporation and its affiliated debtors and debtors-in-possession (the "Debtors") and (ii) authorizing the Debtors to solicit votes on the Plan.

In accordance with the Solicitation Procedures Order, the Debtors hereby provide notice of their intent to cure ("Curo") and assume or assume and assign the contract(s) listed on Schedule 1 attached hereto as provided in the Plan and the Disclosure Statement.

You must return this form in the envelope provided to Kurtzman Carson Consultants LLC, 2335 Alaska Avenue, El Segundo, California 96245, Att'n: Delphi Cure Cisima, so as to be received by 7:80 p.m. (prevailing Eastern time) on January 11, 2068. If you fail to timely return this form, your contract(s) or lease(s) will be assumed, or assumed and assigned, and you will be paid the cure amount listed on Schedule 1 in new common stock of reorganized Delphi and rights to participate in the discount rights offering in the proportions set forth in the Pian for holders of allowed general unsecured claims.

The Debtors' records reflect the amounts owing for properition arrestages as set forth on Schedule I (the "Cure Amount"). Please follow the four steps below and sign this notice to ensure that you receive the Cure to which you are entitled.

Strp.1

Yes, I agree with the Cure Amount listed on Schedule 1 (complete Step 2 below)

No. I disagree with the Cure Amount listed on Schedule 1 (skip Step 2 and go to Step 3 below)



Step 2

Echeral at	eview the Plan in its entirety, including Article 5.3 of the Plan governing treatment of executed claims, and check one of the house below:
	I request payment of my Care Amount in cash (without postpetition interest) as soon a reasonably practicable after the Effective Date, but in any event no later than 30 days after the Effective Date (the "Distribution Date")
	I request payment of my Cute Amount on the Distribution Date in the Plan currency afforded General Unsecured Claims, including postposition interest from the Petition Date through the earlier of the Confirmation Date or January 31, 2008 at the Michigan Statutory Rate (all as defined in the Plan) (akip Step 3 and complete Step 4 below)

Step 3

If you checked the box in Step 1 indicating that you disagree with the Cure Amount, or if you checked the box in Step 2 indicating that you want to be paid in cash, you must sign and return this notice to at the received on or prior to 7:00 p.m. (prevailing Eastern time) on January 11, 2008. You must also the an objection that states with specificity your asserted Cure amount, including appropriate documentation thereof, on or before the 30th day following the effective date of the Plan. If you fail to return this form by January 11, 2008 but timely file and serve an objection in accordance with the procedure sufficed below, or vice varue, your objection will not be considered, the Cure Amount asserted by the Debtors will be controlling, you will be paid the Cure Amount in Plan currency in exchange for, among other things, the releases set forth in Article 11 of the Plan, and your contract(s) will be assumed, or assumed and assigned. (continue with Step 3 and also complete Step 4 below)

Objection Procedures. Objections to the proposed Care Amount and/or the assumption or the assumption and assignment of the contract must (a) be in writing, (b) conform to the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Southern District of New York, and the Supplemental Order Under II U.S.C. §§ 102(1) And 105 And Fed. R. Bankr. P. 2002(vn), 9006, 9007, And 9014 Establishing Omnibus Hearing Dates And Certain Notice, Case Management, And Administrative Procedures, entered March 20, 2006 (Docket No. 2883), and the Soticitation Procedures Order, (c) be filed with the Bunkruptcy Court in accordance with General Order 24-242 (as amended) registered users of the Bankruptcy Court's case filing system must file electronically, and all other partiesin-interest mass file on a 3.5 inch disk (preferably in Portable Document Pornet (PDF), WordPerfect, or any other Windows based word processing formet), (d) be submitted in hard-copy form directly to the chambers of the Henorable Robert D. Drain, United States Bankraptcy Judge, One Bowling Green, Room 632, New York, New York 19004, and (e) be served upon (i) Delphi Corporation, 5725 Delphi Drive, Troy, Michigan 48098 (Att'n: General Counsel), (ii) counsel for the Debtors, Skadden, Arps, Sinte, Meagher & Fiom LLP, 333 West Wacker Drive, Suite 2100, Chicago, Illinois 60606 (Attn: John K. Lyons and Ron R. Meisler), (iii) counsel for the agent under the postpetkion credit facility, Davis Polk & Wesdwell, 450 Lexington Avenue, New York, New York 10017 (Auth: Donald Berestein and Brian Remick), (iv) counsel for the official committee of unsecuted craditors, Latham & Watkins LLP, 885 Third Avenue, New York, New York 10022 (Att'n: Robert J. Rosenberg and Mark A. Broude), (v) counsel for the official committee of equity security holders, Fried, Frank, Harris, Shriver & Jacobson LLP, One New York Plaza, New York, New York 10064 (Art'n: Bounie Steingert), (vi) course) for A-D Acquission Holdings, LLC e/o Appuloosa Management L.P., White & Case LLP, Wachovin Financial Center, 200 South Biscayne Boulevard, Suite 4900, Miarol, Florida 33131 (Atto: Thomas E. Laurin) and White & Case LLP, 1155 Avenue of the Americas, New York, New York 10036 (Atto: Glenn M. Kurtz. and Gregory Pryot), (vii) counsel for Harbinger Del-Auto Investment Company, Ltd., White & Case LLP,

Wachovia Financial Center, 200 South Biscayne Boulevard, Suite 4960, Miami, Florida 33131 (Auth: Thomas E. Leurin) and White & Case LLP, 1155 Avenue of the Americas, New York, New York 10036 (Att'n: John M. Reiss and Gregory Pryor), and (viii) the Office of the United Sugas Trustee for the Southern District of New York, 33 Whitehall Street, Suite 2100, New York, New York 10004 (Atth: Alicia M. Leochard), in each case so as to be received so later than 4:00 p.m. (prevailing Eastern time) on the 30th day following the effective date of the Plan (the "Cure Objection Deadline"). Objections not timely filed and served in the manner set forth above will not be considered and will be deemed

If there is a dispute regarding (i) the nature or amount of any Cure, (ii) the ability of the Reorganized Debtor or any assignee to provide "adequate assurance of future performance" (within the meening of section 365 of the Bankruptcy Code) under the contract or lease to be assumed, or (iii) any other matter pertaining to assumption, or assumption and assignment, of the contract(s) or lease(s), the Bankruptcy Court will conduct a hearing before the Ronorable Robert D. Drain, United States Bankruptcy Judge, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, Roam 610, New York, New York 10004, at such date and time as the Court may ochecule, and Ours will occur following the entry of a final order of the Bankruptcy Court resolving the dispute and approving the assumption or assumption and assignment, as the case may be; provided, however, that if there is a dispute as to the amount of Cure that cannot be resolved consensually among the parties, the Debtors shall have the right to reject the contract or lease for a period of five days after entry of a final order establishing a Cure amount in excess of that provided by the Debtors.

Step 4

Sign and return this form in the envelope provided to Kurtzman Carson Consultants LLC, 2335 Alzaka Avcone, El Segundo, California 98245, Att'a: Delphi Cure Claims, so as to be received by 7:00 p.m. (prevailing Restern time) on January 11, 2008. If you fall to fimely return this form, your contract(s) or insoc(s) will be manued, or manued and assigned, and you will be paid the Cure among tileted on Schedule 1 in new common stock of reorganized Despiti and rights to participate in the discount rights offering in the proportions set forth in Article 5.3 of the Plan.

Country if (conspice of Villis Planting Jay) Cathy Pirts Controller VPI Acquis. Con Print Name:

Delphi Legal Information Hotline: Tell Free: (800) 718-5305 International: (248) 813-2698

Tide:

Delphi Legal Information Website: http://www.delphidocket.com

Dated: New York, New York December 10, 2007

Skadden, Arps, Slate, Meagher & Flom Llp

John Wm. Butler, Jr. (JB 4711) George N. Pazzgakis (GP 6770) Ron E. Meisler (RM 3026) Nathan Stuart (NS 7872) 333 West Wacker Drive, Suite 2100 Chicago, Illinois 60606

- and -Kayalyn A. Marafieti (KM 9632) Thomas J. Matz (TM 5986) Four Times Square New York, New York 10036

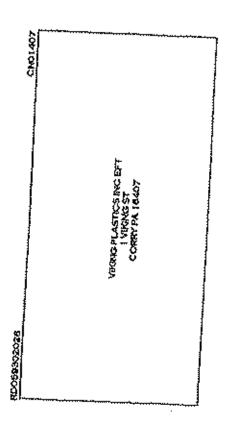
Attorneys for Delphi Corporation, at al., Debtors and Debtors-in-Possession



Schedule 1

outract(a) to be assumed and/or assigned:	Cure amerat:
	\$0.60
DOSS/MICRESS	\$4,445.90
D0550069\$35	
D00500020359	\$0.00
· · · · · · · · · · · · · · · · · · ·	20.00
\$40998941	\$10,711.85

	-
1	



Page 1 of 1

Doug Wolfe

the second of the second of the second Cathy Pitts [CPitts@VikingPlastics.com] From: Bent: Thursday, Jenuary 10, 2008 12:58 PM

To: Doug World

Subject: FW: Delphi Cure Notice - Vilding Plastics

Cathy J. Pitts Controlled Vising Prostics 934.664.86714118 Fax 614.664.8797 Company of the second second

From: Alson M. Tearnen [mailto:ATearnen@kccilc.com] Sent: Thursday, January 10, 2008 12:49 PM To: Cathy Pats Cc: Romella A. Edwards Subjects Delphi Cure Notice - Viking Plastics

Per your request, stinched please find original duplicate Cure Notice(s). The deadline is this Friday, January 11, 2008 by 7:00 p.m. (ET). Your notice(s) must actually be received by the deadline.

Please let me know if I can be of further assistance. Thank you.

Alson M. Teamen Kurtzman Carson Consultants LLC 2335 Alaska Avenue El Segundo, CA 90245 tel 310,751,1797 fax 310,751,1847 ateamen@kcclkc.com WHY KEEK, COLD

DISCLARAGE:

DISCLABILITY
Any bitchesiston and enclosure herein to confidential and may be lapsity privilegad. It is intended for the recipient and its exchanted spants only. The author befores the information herein to be reliable and accurate, but Kuntzman Canton Conscitants LLC makes no vertexty or representate as to its author and to not recommend from victual or error is information. Unless otherwise stated, any opinions contended from the action of the author and to not recommend prefer income of Kuntzman Canton Conscitants for its efficient. If you have received the intending and are not the intended respond, please contact the accident innovatively by outure areas and desire any copies you may have received.

Fax Transmittal Form

ASM CAPITAL

7600 JERICHO TURNPIXE, SUITE 302 · WOODBURY, NY · 11797 PHONE: (\$16) 224-6840 · FAX: (\$16) 224-6949 EMAIL: Dwolfe@ASMCapliki.com

A Board Member of the Trade Claim Buyers Association

Date:

January 11, 2008

To:

Kelly J. Goodsel

Company:

VPI ACQUISITION CORP f/k/a VIKING PLASTICS

INC EFT

Re:

Delphi Automotive Systems LLC Bankruptcy

From:

Doug Wolfe

Tel:

(516) 224-6040 x-102

Fax:

(516) 224-6049

Email:

DWolfe@ASMCapital.com

Now to recipion: This massage is intended only for the use of the individual or eating to which it is addressed, and may coalsin information that is addressed and may coalsin information that is all semination, distribution or copying of this communication is saletly prohibited.

Message: Please see attached.

ASM CAPITAL

7600 JERICHO TURNPIKE, SUITE 302 · WOODBURY, NY · 11797 PRONE: (516) 224-6040 · FAX: (516) 224-6049

A BOARD MEMBER OF THE TRADE CLAIM BUYERS ASSOCIATION

January 11, 2008

BY FACSIMILE AND U.S. MAIL

Douglas Wolfe, Esq. General Counsel ASM Capital 7600 Jericho Tumpike, Suite 302 Woodbury, NY 11797 (516) 224-6040 ext 102

Re: In re Delphi Corporation, et al., ("Delphi") Case No. 06-44481 (RDD) ("Case")

Dear Mr. Wolfe:

Reference is made to that certain Assignment of Claim Agreement executed on or about 3/8/06 (the "Transfer Agreement"), whereby we AMKOR ELECTRONICS INC ("Transferor") transferred to ASM Capital L.P. ("ASM") all right, title and interest in the claim or claims against Delphi (the "Claim") in the above referenced Case. I am writing to confirm that pursuant to the Transfer Agreement, Transferor transferred to ASM Capital, among other things, all right, title and interest of the Transferor to any cure payments to be made by Delphi Corporation and/or any of its affiliates ("Delphi") on account of the Claim, including, among other rights, the right to elect to take cash or plan currency for the cure payment. As such, ASM was within its rights to execute on its behalf on behalf of the Transferor the Notice Of Cure Amount With Respect To Executory Contract To Be Assumed Or Assumed And Assigned Under Plan Of Reorganization, dated December 10, 2007 sent to Transferor by Delphi (or its agent) on account of the Claim (the "Cure Notice Form").

In addition, and in an abundance of caution, to the extent the Transfer Agreement and the foregoing paragraph are deemed by a court of competent jurisdiction to be insufficient to validate the Cure Notice Form and/or ASM's signature thereon. I, on behalf of the Transferor, hereby appoint ASM as the Transferor's attorney-in-fact and agent with the sole and exclusive power to execute the Cure Notice Form on the Transferor's behalf. The foregoing power of attorney is limited solely to the execution of the Cure Notice Form and shall not be construed as granting ASM power of attorney for Transferor for any other purpose. By granting ASM said power of attorney and appointing ASM as Transferor's attorney-in-fact and agent, Transferor rarifies ASM's previous execution of the Cure Notice Form.

It is understood and intended by the Transferor that this letter may be used by ASM in the Delphi bankruptcy case in connection with the Claim and that this letter may be publicly filed.

Sincerely,
NAMELKULSA OLEM
THE SENIOR DIRECTOR, CORPORATE COUNSEL
Transferor: AMKOR ELECTRONICS INC
Tel. (480) 821-5000
Fex (480) 821-2616
DATE0[-/!-08
Acknowledgement:
STATE OF ALIZONA
COUNTY OF Macicapa
The foregoing instrument was acknowledged before me this
Signature of person taking acknowledgment
Name typed, printed, or stamped Notary Public Not
· ·

Serial number (if applicable)

Page 1 of 2

Doug Wolfe

From: Theresa Olson (elsot@amkor.com)

Sent:

Thursday, January 10, 2008 10:35 AM

To:

Doug Wolfe

Subject: Fir: Delphi Cure Notices - Amkor Technology Inc / Amkor Electronics Inc

Doug.

is this the document you need?

Theresa

Therese C. Olson Senior Director, Corporate Counsel Amkor Technology, Inc. 1900 S. Price Road Chandler, Arizona 85738 (480) 621-5060, ext. 5397 olsot@zmkor.com

This email and any sitischments thereto may contain private, confidential, and privileged material for the sole use of the intended recipient. Any review, copying, or distribution of this email (or any attachments thereto) by othere is strictly prohibited. If you are not the intended recipient, please contact the sender instructional permanently delete the original and any copies of this email and any attachments thereto.

---- Forwarded by Therese Obon/CHAZ/AAWW on 01/10/2008 (8:33 A)s ----

"Romaile A. Edwards" «REdwards@kcolle.com»

TO THERESE CHICKNESS CHAZZAAVANGANKER

ÇÇ.

Subject Delphi Cure Nixtees - Amker Technology Inc / Amicor Electronics Inc

01/00/2008 05:43 PM

Thank you for confirming. Fer your request, attached please find original duplicate Cure Notice(s). The deadline is this Friday, January 11, 2008 by 7:00 p.m. (ET). Your notice(s) must actually be received by the deadline. You may overnight to our offices on the address fisted on the notice.

Pisase let me know if I can be of further assistance. Thank you.

Romette Edwards Kurtuman Carson Consultants 2335 Alaska Avenua El Segundo, CA 90745

1/10/2008

Page 2 of 2

Otrect: (310) 751-1818 Fax: (310) 751-1666 redwards@kcclic.com www.kcdic.com

DISCLARACE:
Any Information and conficulty herein is confidential and may be legally published. It is intended for the suckdant and its matherized agents city. The exploy believes the information special party of representation as to its ectuality, completeness, the edges from vinces or ensure its transmission. Unless otherwise stated, any opinions expressed herein are those crisis in transmission. Unless otherwise stated, any opinions expressed herein are those critical transmission. Unless otherwise stated, any opinions expressed herein are those critical first processed the entering of further or or opinions of the processed intended and opinions. If you have received.

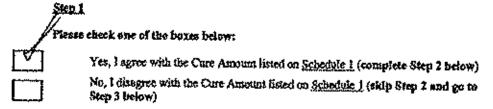
UNITED STATES BANKRUPICY COURT SOUTHERN DISTRICT OF NEW YORK	
	X
In re	Chapter 11
DELPHI CORPORATION, gr 组。	Case No. 05-44481 (RDD)
Debtors.	(Jointly Administered)
P*************************************	x
NOTICE OF CURE AMOUNT WITH I TO BE ASSUMED OR ASSUMED AND ASS	RESPECT TO EXECUTORY CONTRACT IGNED UNDER PLAN OF REORGANIZATION

PLEASE TAKE NOTICE that on December 10, 2007 the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") entered an order (the "Solicitation Proceedings Order") (Docket No. 11389) (i) approving the disclosure statement (the "Disclosure Statement") with respect to the First Amended Joint Plan of Reorganization of Delphi Corporation and Certain Affiliates, Debtors and Debtors-In-Possession (the "Plan"), filed by Delphi Corporation and its affiliated debtors and debtors-in-possession (the "Debtors") and (ii) authorizing the Debtors to solicit votes on the Plan.

In accordance with the Solicitation Procedures Order, the Debtors hereby provide notice of their intent to cure ("Oute") and assume or assume and assign the contract(s) listed on Solicital 1 attached hereto as provided in the Plan and the Disclosure Statement.

You must return this form in the envelope provided to Kurtzman Carson Consultants LLC, 2335 Alaska Avenue, El Segundo, California 90245, Att'a: Delphi Cure Claims, so as to be received by 7:86 p.m. (prevailing Eastern time) on January 11, 2008. If you fail to timely return this form, your contract(s) or lease(s) will be assumed, or assumed and assigned, and you will be paid the cure amount listed on Schedule 1 in new common stock of reorganized Delphi and rights to participate in the discount rights offering in the proportions set forth in the Plan for holders of allowed general unsecured claims.

The Deletors' records reflect the amounts owing for prepetition arreatoges as set forth on Schedule I (the "Cure Amount"). Please follow the four steps below and sign this notice to excure that you receive the Cure to which you are entitled.



Step 2

Boylew the Pinn in its entirety, including Article 5.3 of the Pinn governing treatment of general annecured claims, and check one of the boxes below:

I request payment of my Cure Amount in each (without postpetition interest) as soon as reasonably practicable after the Effective Date, but in any event no later than 30 days after the Effective Date (the "Distribution Date")

I request payment of my Cure Amount on the Distribution Date in the Pian currency afforded General Unsecured Claims, including postpetition interest from the Petition Date through the earlier of the Confirmation Date or January 31, 2008 at the Michigan Statutory Rate (all as defined in the Plan) (alth Step 3 and complete Step 4 below)

Step. 3

If you checked the box in Step 1 indicating that you disagree with the Care Amount, or if you checked the box in Step 2 indicating that you want to be paid in each, you must sign and return this notice so as to be received on or prior to 7:00 p.m. (prevailing Eastern time) on January 11, 2008. You must also file an objection that states with specificity your americal Care amount, including appropriate documentation thereof, on or before the 30th day following the effective date of the Plan. If you full to return this form by January 11, 2008 but timely file and serve an objection is accordance with the procedures outlined below, or vice versa, your objection will got be considered, the Care Amount esserted by the Debtors will be controlling, you will be published Care Amount in Plan currency in exchange for, among other things, the releases set forth in Article 11 of the Plan, and your contract(s) will be assumed, or assumed and assigned. (continue with Step 3 and also complete Step 4 below)

Objection Procedures. Objections to the proposed Care Amount and/or the assumption or the assumption and easignment of the contract must (a) be in writing, (b) conform to the Federal Rules of Bankrupscy Procedure, the Local Bankruptcy Rules for the Southern District of New York, and the Supplemental Order Under 11 U.S.C. §§ 102(1) And 105 And Fed. R. Benkr. P. 2002(m), 9006, 9007, And 9014 Establishing Omnibus Hearing Dates And Certain Notice, Case Management, And Administrative Procedures, entered March 20, 2006 (Docket No. 2883), and the Solicitation Procedures Order, (c) be filed with the Bankruptry Court in accordance with General Order M-242 (on amended) registered users of the Bunkruptcy Court's case filing system unest file electronically, and all other partiesin-interest must file on a 3.5 inch disk (preferably in Portable Document Format (PDF), WordFerfect, or any other Windows-based word processing format), (d) be submitted in hard-copy form directly to the chambers of the Honorable Robert D. Drain, United States Bankruptcy Judge, One Bowling Green, Room 632, New York, New York 10064, and (a) be served upon (i) Delphi Corporation, 5725 Delphi Drive, Troy, Michigan 48098 (Arriv: General Counsel), (ii) counsel for the Ochtors, Skadden, Arps, State, Mosgher & Flom LLP, 333 West Wacker Drive, Suite 2100, Chicago, Illinois 50506 (Atta: John K. Lyons and Ron E. Maisler), (iii) counsel for the agent under the postpetition credit facility. Davis Polk & Wardwell, 450 Lexington Avenue, New York, New York 10017 (Affn: Donald Bernstein and Brian Resnick), (iv) course) for the official committee of unecoured creditors, Lutham & Walking LLP, 885 Third Avenue, New York, New York 10022 (Anth: Robert J. Rosenberg and Black A. Broude), (v) connset for the official committee of equity security holders, Fried, Frank, Harris, Shriver & Jacobson LLP, One New York Plaza, New York, New York 10004 (Arth: Bonnie Steingart), (vi) counsel for A-D Acquisition Holdings, LLC c/o Appaloosa Management L.P., White & Case LLP, Wachovia Financial Center, 200 South Biscayne Boulevard, Suite 4900, Miami, Florida 33131 (Aurn: Thomas E. Laurin) and White & Case LLP, 1155 Avenue of the Americas, New York, New York 10036 (Auto: Glenn M. Kuraz and Gregory Pryor), (vii) counsel for Harbinger Del-Auto investment Company, Ltd., White & Case LLP,

Wachovia Financial Center, 200 South Biscayne Boulevard, Suite 4900, Miami, Florida 33131 (Astro: Thomas E. Lauria) and White & Case LLP, 1155 Avenue of the Americas, New York, New York 10036 (Attro: John M. Reiss and Gregory Pryor), and (viii) the Office of the United States Trustee for the Southern District of New York, 33 Whitehell Street, Suite 2100, New York, New York 10004 (Attro: Alicia M. Leonhard), in each case so as to be received no later than 4:00 p.m. (prevailing Eastern time) on the 30th day fellowing the effective date of the Plan (the "Cure Objection Deadline"). Objections not timely filed and served in the manner set forth above will not be considered and will be deemed oversuled.

If there is a dispute regarding (i) the nature or amount of any Cure, (ii) the ability of the Reorganized Debtor or any assignee to provide "adequate assurance of future performance" (within the meaning of section 365 of the Bankruptcy Code) under the contract or lease to be assurated, or (iii) any other matter pertaining to assumption, or assumption and assignment, of the contract(s) or lease(s), the Bankruptcy Court will conduct a bearing before the Honorable Robert D. Drain, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, Room 616, New York, New York 10004, at such date and time as the Court may schedule, and Cure will occur following the entry of a final order of the Bankruptcy Court resolving the dispute and approving the assumption or assumption and assignment, as the case may be; provided, however, that if there is a dispute as to the amount of Cure that cannot be resolved consensually among the parties, the Debtors shall have the right to reject the contract or lease for a period of five days after entry of a final order establishing a Cure amount in excess of that provided by the Debtors.

Seep 4

Sign and return this form in the envelope provided to Kurtaman Carson Consultants LLC. 2335 Alaska Avenue, El Seguado, California 90245, Att'n: Delphi Cure Claims, so as to be received by 7:00 p.m. (provailing Eastern time) on January 11, 2008. If you fail to timely return this form, your contract(s) or lezzo(s) will be assumed, or essumed and assigned, and you will be paid the Cure amount littled on Schedule 1 in new common stock of reorganized Delphi and rights to participate in the discount rights offering in the proportions set forth in Article 5.3 of the Pinn.

Company Name: ASM Capital LP (OKIGAR of Amker Electronius III)

By: Abundant Checker Olson

Print Name: Adam Hoshamtz THERESA OLSON

Title: Marcia Mana Service DIRECTOR, CORPORATE COUNSEL

Delphi Legal Information Flotlins: Toll Free: (800) 718-5305 International: (248) 813-2698

Delphi Legal Information Website: http://www.delphidocket.com Dated: New York, New York December 10, 2007

> SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP John Wm. Butler, Jr. (JB 4711) George N. Panagakis (GP 0770) Ron E. Meisler (RM 3026) Nathan Stuart (NS 7872) 333 West Wacker Drive, Suito 2100

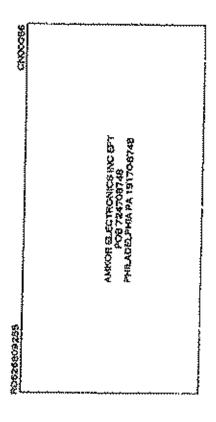
- and -Kayalyn A. Marafioni (KM 9632) Thomas J. Matz (TM 5986) Four Times Square New York, New York 10036

Chicago, Rimois 60606

Attorneys for Delphi Corporation, et al., Debtors and Debtors-in-Pessession

Schedule 1

Cure amount:
\$0.00
\$0,00
\$0,00
SONO
5),127.40
\$\$#\$\$\$\$
(Lero.12)
\$0.02
340,718,73
511,092.65
The second secon
The state of the s



Heather Berkowitz

From:

Kathy Shoopman [kshoo@amkor.com]

Sent:

Friday, January 11, 2008 12:01 PM

To:

Healher Berkowitz

Cc:

Theresa Olson; Doug Wolfe

Subject:

Amkor Notice of Cure and Cover letter

Attachments: ASM Letter and Notice of Cure.pdf

Ms. Berkowitz,

Please see the attached per your email to Theresa Olson.

Thank you.

Kathy Shoopman
Contracts Administrator
Amkor Technology, Inc.
1900 South Price Road
Chandler, Arizona 85248
(480) 821-5000 ext. 5749
(480) 821-6674 (Fax)* New Fax Number*

This email and any ettachments thereto may contain private, confidential and privileged material for the sole use of the intended recipient. Any review, copying, or distribution of this email (or any attachments thereto) by others is strictly prohibited. If you are not the intended recipient, please contact the sender immediately and permanently delete the original and any copies of this email and any attachments thereto.

Fax Transmittal Form

ASM CAPITAL

THOO SERICHO TURNPIKE, SUITE JOJ - WOODBURY, NY - 11797 PHONE: 15161-334-6040- PAX: 15161-224-6040 EMAIL, DwollewASMCapital.com

A Board Member of the Trade Chilm Buyers Association

Date:

January 11, 2008

To:

Kenneth Joyce/ Kathy Shoopman

Company:

AMKOR ELECTRONICS INC

Re:

Delphi Automotive Systems LLC Bankruptcy

From:

Doug Wolfe

Tel:

(516) 224-6040 x-102

Fax:

(516) 224-6049

Email:

DWolfe@ASMCapital.com

first, to recipient. This monage is intended only for the use of the individual or entity to which it is addressed, and may consoli information that is privileged, conflictual and/or exchapt from disclosure while applicable law. Other than the societied recipient, you are beauty issuffed that any discensingtion, distribution to copying of this contamination is strictly prohibited.

Message: Please see attached.

ASM CAPITAL

7600 JERICHO TURNPIKE, SUITE 302 · WOODBURY, NY · 11797 PHONE: (516) 224-6040 · FAX: (516) 224-6049

A BOARD MEMBER OF THE TRADE CLAIM BUYERS ASSOCIATION

January 11, 2008

BY FACSIMILE AND U.S. MAIL

Douglas Wolfe, Esq. General Counsel ASM Capital 7600 Jericho Turapike, Suite 302 Woodbury, NY 11797 (516) 224-6040 ext 102

Re: In re Delphi Corporation, et al., ("Delphi") Case No. 06-44481 (RDD) ("Case")

Door Mr. Wolfe:

Reference is made to that certain Assignment of Claim Agreement executed on or about 4/28/06 (the "Transfer Agreement"), whereby we FUH BANK/FUKOKU SOUTH ("Transferor") transferred to ASM Capital II L.P. ("ASM") all right, title and interest in the claim or claims against Delphi (the "Claim") in the above referenced Case. I am writing to confirm that pursuant to the Transfer Agreement, Transferor transferred to ASM Capital, among other things, all right, title and interest of the Transferor to any one payments to be made by Delphi Corporation and/or any of its affiliates ("Delphi") on account of the Claim, including, among other rights, the right to elect to take cash or plan currency for the cure payment. As such, ASM was within its rights to execute on its behalf on behalf of the Transferor the Notice Of Cure Amount With Respect To Executory Contract To Be Assumed Or Assumed And Assigned Under Plan Of Reorganization, dated December 10, 2007 sent to Transferor by Delphi (or its agent) on account of the Claim (the "Cure Notice Form").

In addition, and in an abundance of contion, to the extent the Transfer Agreement and the foregoing paragraph are deemed by a court of competent jurisdiction to be insufficient to validate the Cure Notice Form and/or ASM's signature thereon, I, on behalf of the Transferor, hereby appoint ASM as the Transferor's attorney-in-fact and agent with the sole and exclusive power to execute the Cure Notice Form on the Transferor's behalf. The foregoing power of attorney is limited solely to the execution of the Cure Notice Form and shall not be construed as granting ASM power of attorney for Transferor for any other purpose. By granting ASM said power of attorney and appointing ASM as Transferor's alterney-in-fact and agent, Transferor ratifies ASM's previous execution of the Cure Notice Form.

PAGE 83/69

 $\eta \hat{\phi}$

05-44481-rdd Doc 12732-9 Filed 02/19/08 Entered 02/19/08 17:36:19 Exhibit D JRN-11-2008(FRI) 13:06 FUKOKU SOUTH PART 3 PA 30 of 112 (FRX) 8646827512 P. 004/009

It is understood and intended by the Transferor that this letter may be used by ASM in the Delphi bankruptcy case in connection with the Claim and that this letter may be publicly filed.

Sincerely,
NAME OF TILL
TIME Prosident
Transferor: FUJI BANK/FUKOKU SOUTH
Tel. (864) 682-7212
Fax (864) 682-7512
DATE 1/11/08
Acknowledgement: STATE OFSC COUNTY OFLaureau
The foregoing instrument was acknowledged before me this 1/ day of
Signature of person taking acknowledgment Brad A Blakeney Brad A Blakeney
Name typed, printed, or stemped NOTARY PUBLIC State of South Carolina My Commission Expires 7/10/17
Sunal number (if applicable)

United States Bankruptcy Court Southern district of New York		
~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~	x	
In re	:	Chapter 11
Delphi Corporation, Mal.		Caso No. 05-44481 (RDD)
Dehtem.	:	(Jointly Administered)
	X	
**************************************		

NOTICE OF CURE AMOUNT WITH RESPECT TO EXECUTORY CONTRACT TO BE ASSUMED OR ASSUMED AND ASSIGNED UNDER PLAN OF REORGANIZATION

PLEASE TAKE NOTICE that on December 10, 2007 the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") and an order (the "Solicitation Procedures Order") (Docket No. 11389) (i) approving the disclosure statement (the "Disclosure Statement") with respect to the First Amended Joint Plan of Reorganization of Delphi Corporation and Certain Affiliates, Debtors and Debtors-in-Possession (the "Plan"), filed by Delphi Corporation and its affiliated debtors and debtors-in-possession (the "Debtors") and (ii) authorizing the Debtors to solicit votes on the Plan.

In accordance with the Solicitation Procedures Order, the Debtors hereby provide notice of their intent to one ("Cure") and assume or assume and assign the contract(s) listed on <u>Schedule 1</u> stacked haveto as provided in the Plan and the Disclosure Statement.

You must return this form in the envelope provided to Kurtzman Carson Consultants LLC, 2335 Alaska Avenue, El Segundo, California 90245, Att'n: Delphi Cure Cleims, so as to be received by 7:80 p.m. (prevailing Eastern time) on January 11, 2088. If you fail to timely return this form, your contract(s) or lease(s) will be assumed, or assumed and assigned, and you will be paid the cure amount listed on Schedule I in new common stock of reorganized Delphi and rights to participate in the discount rights offering in the proportions set forth in the Plan for holders of allowed general unsecured claims.

The Debters' records reflect the amounts owing for propelition arreatages as set forth on Schedule 1 (the "Cure Amount"). Please follow the four steps below and sign this police to ensure that you receive the Cure to which you are entitled.

Step 1

Yes, I agree with the Cure Amount listed on Schedule 1 (complete Step 2 below)

No. I disagree with the Cure Amount listed on Schedule 1 (akip Step 2 and go to Step 3 below)

05-44481-rdd Doc 12732-9 Filed 02/19/08 Entered 02/19/08 17:36:19 Exhibit D
JRN-)1-2008(FRI) 13:06 FUKOKU SOUTH PRINTING P. 006/009

#### Stan 2

Review the Pian in its entirety, including Article 5.3 of the Pian governing treatment of general unsecured claims, and check one of the boxes below:

I request payment of my Ome Amount in cash (without postpetition interest) as soon as reasonably practicable after the Effective Date, but in any event no later than 30 days after the Effective Date (the "Distribution Date")

I request payment of my Cure Amount on the Distribution Date in the Pian carrency afforded General Unsecured Claims, including postpetition interest from the Petition Date through the earlier of the Confirmation Date or January 31, 2008 at the Michigan Statutory Rate (all as dafined in the Pian) (akip Step 3 and complete Step 4 below)

#### Step 3

If you checked the box in Step I indicating that you disagree with the Care Amount, or if you checked the box in Step 2 indicating that you want to be paid in each, you must sign and referre this notice so as to be received on or prior to 7:00 p.m. (provailing Eastern time) on January 11, 2008. You must also file an objection that states with specificity your assured Care amount, including appropriate documentation thereof, on or before the 30th day following the effective date of the Plan. If you fail to return this form by January 11, 2008 but timely file and serve an objection in accordance with the procedures outlined below, or vice versa, your objection will not be considered, the Care Amount asserted by the Debtors will be controlling, you will be paid the Care Amount in Plan currency in exchange for, among other things, the releases set forth in Article 11 of the Plan, and your contract(s) will be assumed, or assumed and assigned (continue with Step 3 and also complete Step 4 below)

Objection Procedures. Objections to the proposed Cure Amount and/or the assumption or the assumption and assignment of the contract must (a) be in writing, (b) conform to the Pederal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Southern District of New York, and the Supplemental Order Under 11 U.S.C. 55 102(1) And 105 And Fed. R. Bankr. P. 2002(m), 9006, 9007. And 9014 Establishing Omnibus Hearing Dates And Certain Notice, Case Management, And Administrative Procedures, entered March 20, 2006 (Docket No. 2883), and the Solicitation Procedures Order, (c) be filed with the Bankruptcy Court in accordance with General Order M-242 (as amended) registered users of the Bankruptcy Courts case filing system must file electronically, and all other partiesin-interest must file on a 3.5 inch disk (preferably in Portable Document Format (PDF), WordPerfect, or any other Windows-based word processing format), (d) be submitted in hard-copy form directly to the chambers of the Honorable Robert D. Drain, United States Bankruptcy Judge, One Howling Green, Room 632, New York, New York 10004, and (e) be served upon (i) Delphi Corporation, 5725 Delphi Drive, Troy, Michigan 48098 (Atth: General Coursel), (ii) counsel for the Debtors, Skadden, Arps, Slate, Mesgher & Flom LLP, 333 West Wacker Drive, Saite 2100, Chicago, Illinois 60505 (Attn: John K. Lyons and Ron E. Meisler), (iii) coursel for the agent under the postpetition credit facility, Davis Polk & Wardwell, 450 Lexington Avenue, New York, New York 10017 (Affa: Donald Bernstein and Brian Remick), (iv) counsel for the official committee of necessard architers, Lethern & Watkins LIP, 885 Third Avenue, New York, New York 10022 (Att's: Robert J. Rosenberg and Mark A. Broude), (v) counsel for the official committee of equity security holders, Fried, Frank, Marris, Shriver & Iscohnon LLP, One New York Plaza, New York, New York 10004 (Attn: Bonnie Steingert), (vi) counsel for A-D Acquisition Holdings, LLC c/o Appaleons Menagement L.P., White & Case LLP, Wachovia Financial Center, 200 South Biscayne Boulevard, Suite 4900, Miami, Florida 33131 (Atth: Thomas E. Louria) and White & Case LLP, 1155 Avenue of the Americas, New York, New York 10036 (Anta: Glenn M. Kurtz and Gregory Pryor), (vii) counsel for Harbinger Del-Auto Investment Company, Ltd., White & Case LLP,

RD102182479 CNADA62

Wachovis Financial Center, 200 South Biscayne Boulevard, Suite 4900, Miaml, Florida 33131 (Att'n: Thomas E. Lauria) and White & Casa LLP, 1155 Avenue of the Americas, New York, New York 10036 (Att'n: John M. Reiss and Gregury Pryor), and (viii) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, Suite 2100, New York, New York, 16004 (Att'n: Aheia M. Leonhard), in each case so as to be received no later than 4:00 p.m. (prevailing Eastern time) on the 30th day following the effective date of the Pina (the "Care Objection Deadline"). Objections not timely filed and served in the matmer set forth above will not be considered and will be demaed overruled.

If there is a dispute regarding (i) the nature or amount of any Cure, (ii) the ability of the Reorganized Debiar or any assignee to provide "adequate assurance of future performance" (within the meaning of section 365 of the Bankruptcy Code) under the contract or lease to be assumed, or (iii) any other marter pertaining to assumption, or assumption and assignment, of the contract(s) or lease(s), the Bankruptcy Court will conduct a hearing before the Hamarable Robert D. Drain, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, Room 610, New York, New York 10004, as such date and time as the Court may schedule, and Cure will occur following the entry of a final order of the Bankruptcy Court resolving the dispute and approving the assumption or assumption and assignment, as the case may be; provided, however, that if there is a dispute as to the amount of Cure that cannot be resolved consensually among the parties, the Debias shall have the right to reject the contract or lease for a period of five days after entry of a final order establishing a Cure amount in excess of that provided by the Debtars.

#### Step 4

Sign and return this form in the envelope provided to Kartzman Carson Consultants L.L.C., 2335 Alaska Avenue, 24 Segundo, California 96245, Att'n: Delphi Cure Claims, so as to be received by 7:00 p.m. (provailing Eastern time) on January 11, 2008. If you fail to timely return this form, your contract(s) or lesse(s) will be assumed, or assumed and assigned, and you will be paid the Cure amount listed on Schedule I in new common stock of rearganized Delphi and rights to participate in the discount rights offering in the propertions set forth in Article 5.3 of the Plan.

Company Namon ASM Copytal IT, LP (assigner of Fusi Bonk/ Exkely Suth)

Print Name:

Title:

Delphi Legal Information Hotline:

Toll Free: (800) 718-5305

International: (248) 813-2698

Delphi Legal Information Website: http://www.delphidocket.com

3

Dated: New York, New York December 10, 2007

> SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP John Wm. Butler, Jr. (18 4711) George N. Panagakis (GP 0770) Rod E. Meirler (RM 3026)

Nathan Smart (NS 7872) 333 West Wacker Drive, Suite 2100 Chicogo, Illinois 60606

- md -Kayalya A. Mmafioti (KM 9632) Thomas J. Matz (TM 5986) Four Times Square New York, New York 10036

Attorneys for Delphi Corporation, et al., Debtors and Debtors in Possession 05-44481-rdd Doc 12732-9 Filed 02/19/08 Entered 02/19/08 17:36:19 Exhibit D JAN-11-2008(FRI) 13:08 FUXOKU SOUTH PART 3 P. 009/009

### Schedule 1

entract(s) to be assumed and/or assigned:	Curs amount:	
SAG90 \$ 27	\$213,507,25	
	<u>-</u>	
	<u>,</u>	
	·	
	<u></u>	
	· · · · · · · · · · · · · · · · · · ·	

6162246649

 $(\cdot, \cdot)_{i}$ 

١,

# $\Phi$ FUKOKU



C Urgos	nt 🛭 For Review		Plazzo Reply	D Please Recycle
Phone: Re:	(516) 224-6040 x-102	Date: CC:	1/11/2008	
Face	(516) 224-6049	Pages	Cover Sheet +8	
To:	Doug Wolf @ ASM	Capital From:	Brad Stakeney	

Brad Blakeney
Fukoku America
Accountant
Phone: 864-682-7212 ext. 1030

Fax: 864-682-7512

The attached document is a standard cover letter we will be sending along with the Notice of Cure Amount that you had previously emailed to us. Please sign and resend that letter to us via fax or email.

The Notice of Cure is also attached.

Please fully execute the Notice of Cure. Please sign your name, print your name, and include your company name and your title. This information can be placed adjacent to Adam's Muskowitz's signature on the last page of the document.

Our fax number is \$16,224,6049. You may also email me and please be sure to co: <a href="mailto:dwolfe@nsmcapital.com">dwolfe@nsmcapital.com</a>

It is argent that we get this information as soon as possible.

Thank you so very much for your continued cooperation.

Please contact me with any questions or concerns.

# ASM CAPITAL

7600 JERICHO TURNPIKE, SUITE 302 · WOODBURY, NY · 11797 PHONE: (\$16) 224-6040 · FAX: (\$16) 224-6049

A BOARD MEMBER OF THE TRADE CLAIM BUYERS ASSOCIATION

Zabuary 11, 2008

### BY FACSIMILE AND U.S. MAIL

Douglas Wolfe, Esq. General Counsel ASM Capital 7600 Jericho Turapike, Suite 302 Woodbury, NY 11797 (516) 224-6040 ext 102

Re: In re Delphi Corporation, et al., ("Delphi") Case No. 06-44481 (RDD) ("Case")

Dear Mr. Wolfe:

Reference is made to that certain Assignment of Claim Agreement executed on or about 3/8/06 (the "Transfer Agreement"), whereby we KICKHAEFER ("Transfer Claims against Delphi (the ASM Capital L.P. ("ASM") all right, title and interest in the claim or claims against Delphi (the "Claim") in the above referenced Case. I am writing to confirm that pursuant to the Transfer Agreement, Transferor transferred to ASM Capital, among other things, all right, title and interest of the Transferor to any cure payments to be made by Delphi Corporation and/or any of its affiliates ("Delphi") on account of the Claim, including, among other rights, the right to elect to take eash or plan currency for the cure payment. As such, ASM was within its rights to execute on its behalf on behalf of the Transferor the Notice Of Care Anount With Respect To Executory Contract To Be Assumed Or Assumed And Assigned Under Plan Of Reorganization, dated December 10, 2007 sent to Transferor by Delphi (or its agent) on account of the Claim (the "Cure Notice Form").

In addition, and in an abundance of caution, to the extent the Transfer Agreement and the foregoing paragraph are deemed by a court of competent jurisdiction to be insufficient to validate the Cure Notice Form and/or ASM's signature thereon. I. on behalf of the Transferor, hereby appoint ASM as the Transferor's attorney-in-fact and agent with the sole and exclusive power to execute the Cure Notice Form on the Transferor's behalf. The foregoing power of attorney is limited solely to the execution of the Cure Notice Form and shall not be construed as granting ASM power of attorney for Transferor for any other purpose. By granting ASM said power of attorney and appointing ASM as Transferor's attorney-in-fact and agent, Transferor ratifies ASM's previous execution of the Cure Notice Form.

It is understood and intended by the Transferor that this letter may be used by ASM in the Delphi bankruptcy case in connection with the Claim and that this letter may be publicly filed.

Sincerety,
NAME State P. Aw -
Transferor: KICKHAEFER WEEKEROEFFIX MANUFACTURING COMPANY
Tel. (262) 375-6400
Pax (262) 387-2100
DATE 1/11/08
Acknowledgement:
STATE OF <u>Wisconsin</u> COUNTY OF <u>Orankee</u>
The foregoing instrument was acknowledged before me this // day of Anuary 2008 by Septex P Anderson (YOUR FULL LEGAL NAME), who is personally known to me or who has produced as kientification.  Leade Heating Signature of person taking actrowledgment  JENISE Husting
Name typed, printed, or stamped
Staff Accountant
Serial number (if applicable)
Notory Commussion Expires 3/14/2010

TITLE POTTE NO AND A		
UNITED STATES BY	ሲ ኤናይሮ የጋፕ <i>የ</i> ፕሬታም _{የማ} ር ል	mari
UNITED STATES BA	WINKLIP ICY	E 3 11 117 T
SOUTHERN DISTRIC		~~~~~
OUUTHEKN INSTRA	ርማን ለነዚያ አለምነነ የላ አለ	/e\ee

in re

Chapter 11

DELPHI CORPORATION, et al.,

Case No. 05-44481 (RDD)

Debtors.

(Jointly Administered)

NOTICE OF CURE AMOUNT WITH RESPECT TO EXECUTORY CONTRACT TO BE ASSUMED OR ASSUMED AND ASSIGNED UNDER PLAN OF REORGANIZATION

PLEASE TAKE NOTICE that on December 10, 2007 the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") entered an order (the "Solicitation Procedures Order") (Docket No. 11389) (i) approving the disclosure statement (the "Disclosure Statement") with respect to the First Amended Joint Plan of Reorganization of Delphi Corporation and Certain Affiliates, Debtors and Debtors-in-Possession (the "Plan"), filed by Delphi Corporation and its affiliated debtors and debtors in-possession (the "Debtors") and (ii) authorizing the Debtors to solicit votes on the Plan.

in accordance with the Solicitation Procedures Order, the Debtors hereby provide notice of their intent to cure ("Cure") and assume or assume and assign the contract(s) listed on Schedule 1 attached hereto as provided in the Plan and the Disclosure Statement.

You must return this form in the envelope provided to Kurtzman Carson Consultants LLC, 2335 Alaska Avenue, El Segundo, California 90245, Att'n: Delphi Cure Claims, so as to be received by 7:00 p.m. (prevailing Eastern time) on January 11, 2008. If you fail to timely return this form, your contract(s) or lease(s) will be assumed, or assumed and assigned, and you will be paid the cure amount listed on Schedule 1 in new common stock of reorganized Delphi and rights to participate in the discount rights offering in the proportions set forth in the Plan for holders of allowed general unsecured claims.

The Debters' records reflect the amounts owing for prepetition arrearages as set forth on Schedule I (the "Cure Amount"). Please follow the four steps below and sign this notice to ensure that you receive the Cure to which you are entitled.

#### Step 1

Please check one of the boxes below:

Yes, I agree with the Cure Amount listed on Schedule I (complete Stop 2 below)

No, I disagree with the Cure Amount listed on Schedule I (skip Stop 2 and go to Step 3 below)

\$2006090724 C2300732 0544481071220105253006808

#### Step 2

general (	terfew the Plan to its entirety, including Article 5.3 of the Plan governing treatment of interested claims, and check one of the boxes below:
_ ( <u>寸</u> )	I request payment of my Cure Amount in cash (without postpetition interest) as soon a reasonably practicable after the Effective Date, but in any event no later than 30 days after the Effective Date (the "Distribution Date")
	I request payment of my Cure Amount on the Distribution Date in the Plan currency afforded General Unsecured Claims, including postpetition interest from the Pedition Date through the earlier of the Confirmation Date or January 31, 2008 at the Michigan Statutory Rate (all as defined in the Plan) (skip Step 3 and complete Step 4 below)

### Step 3

If you checked the box in Step 1 indicating that you disagree with the Cure Amount, or if you checked the box in Step 2 indicating that you want to be paid in cash, you must sign and return this notice so as to be received on or prior to 7:00 p.m. (prevailing Eastern time) on January 11, 2008. You must also file an objection that states with specificity your asserted Cure amount, including appropriate documentation thereof, on or before the 30th day following the effective date of the Pian. If you fall to return this form by January 11, 2008 but timely file and serve an objection in accordance with the procedures outlined below, or vice versa, your objection will not be considered, the Cure Amount asserted by the Debtors will be controlling, you will be paid the Cure Amount in Pian currency in exchange for, among other things, the releases set forth in Article 11 of the Pian, and your contract(s) will be assumed, or assumed and assigned. (continue with Step 3 and also complete Step 4 below)

Objection Procedures. Objections to the proposed Cure Amount and/or the assumption or the assumption and assignment of the contract must (a) be in writing, (b) conform to the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Southern District of New York, and the Supplemental Order Under 11 U.S.C. §§ 102(1) And 105 And Fed. R. Bankr. P. 2002(m), 9006, 9007, And 9014 Establishing Omnibus Hearing Dates And Certain Notice, Case Management, And Administrative Procedures, emered March 20, 2006 (Docket No. 2883), and the Solicitation Procedures Order, (c) be filed with the Bankruptcy Court in accordance with General Order M-242 (as amended) registered users of the Bankruptcy Court's case filing system must file electronically, and all other partiesin-interest must file on a 3.5 inch disk (preferably in Portable Document Permat (PDP), WordPerfect, or any other Windows-based word processing formst), (d) be submitted in hard-copy form directly to the chambers of the Honorable Robert D. Drain, United States Bankruptcy Judge, One Bowling Green, Room 632, New York, New York 10004, and (e) be served upon (i) Delphi Corporation, 5725 Delphi Drive, Troy, Michigan 48098 (Atth: General Counsel), (ii) counsel for the Debtors, Skadden, Arps, Slate, Mengher & Flom LLP, 333 West Wecker Drive, Suite 2100, Chicago, Illinois 60606 (Att'n: John K. Lyons and Ron E. Meisler), (iii) counsel for the agent under the postpethion credit facility, Davis Polk & Wardwell, 450 Lexington Avenue, New York, New York 10017 (An'n: Donald Bernstein and Brian Resnick), (iv) counsel for the official committee of unsecured creditors, Lathum & Watkins LLP, 885 Third Avenue, New York, New York 18022 (Attn: Robert I, Rosenberg and Mark A, Broude), (v) counsel for the official committee of equity security holders, Fried, Frank, Harris, Shriver & Jacobson LLP, One New York Plaza, New York, New York 10004 (Alth: Bonnie Steingart), (vi) counsel for A-D Acquisition Holdings, LLC c/o Appaloosa Management L.P., White & Case LLP, Wachovia Financial Center, 200 South Biscoyne Boulevard, Suite 4900, Miami, Florida 33131 (Alfn: Thomas E. Lauria) and White & Case LLP, 1155 Avenue of the Americas, New York, New York 10036 (Att'n: Glenn M. Kurtz and Gregory Pryor), (vii) counsel for Harbinger Del-Auto Investment Company, Ltd., White & Case LLP,

Dated: New York, New York December 10, 2007

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

John Win. Buller, Jr. (JB 4711) George N. Panagakis (GP 0770) Ron E. Meisler (RM 3026) Nathan Stunn (NS 7872) 333 West Wacker Drive, Suite 2100 Chicago, Illinois 60606

- and -Kayalyn A. Marafioti (KM 9632) Thomas I. Matz (TM 5986) Four Times Square New York, New York 10036

Attorneys for Delphi Corporation, et al., Debtors and Debtors-in-Possession

# Schedule 1

Contract(s) to be assumed and/or assigned:	Cure annount:
D0350012303	\$0.00
P20P4120059	\$573,336.49
\$40,000	\$29,751.22
\$AG(X)[536]	
	\$0.00
	······································
***************************************	
	<u>* * * * * * * * * * * * * * * * * * * </u>
	······································

Wachovia Financial Center, 200 South Biscayne Boulevard, Saite 4900, Minmi, Florida 33131 (Atth: Thomas E. Lauria) and White & Case LLP, 1155 Avenue of the Americas, New York, New York 10036 (Attn: John M. Reiss and Gregory Pryor), and (viii) the Office of the United States Trustee for the Southern District of New York, 33 Whitehalf Street, Suite 2100, New York, New York 10004 (Attn: Alicia M. Leonhard), in each case so as to be received no later than 4:00 p.m. (prevailing fastern time) on the 30th day following the effective date of the Plan (the "Cure Objection Dendline"). Objections not timely filed and served in the manner set forth above will not be considered and will be deemed

If there is a dispute regarding (i) the nature or amount of any Cure, (ii) the ability of the Reorganized Debtor or any assignoe to provide "adequate assurance of future performance" (within the meaning of section 365 of the Bankruptcy Code) under the contract or lease to be assumed, or (iii) any other matter pentaining to assumption, or assumption and assignment, of the contract(s) or lease(s), the Bankruptcy Court will conduct a bearing before the Honorable Robert D. Drain, United States Bankruptcy Judge, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, Room 610, New York, New York 10004, at such date and time as the Court may schedule, and Cure will occur following the entry of a final order of the Bankruptcy Court resolving the dispute and approving the assumption or assumption and assignment, as the case may be; movided, however, that if there is a dispute as to the amount of Cure that cannot be resolved consensually among the parties, the Debtors shall have the right to reject the contract or lease for a period of five days after entry of a final order establishing a Cure amount in excess of that provided by the Delxors.

#### Step 4

Sign and return this form in the envelope provided to Kurtzman Carson Consultants LLC, 2335 Alaska Avenue, El Segundo, California 90245, Att'n: Delphi Cure Claims, so as to be received by 7:00 p.m. (prevaling Eastern time) on January 11, 2008. If you fall to timely return this form, your contract(a) or lease(s) will be examed, or assumed and assigned, and you will be paid the Cure amount listed on Schedule 1 in new common stock of reorganized Delphi and rights to participate in the discount rights offering in the proportions sel forth in Article 5.3 of the Plan.

ported LP (assigned of Kickhacler Warmfesturis Company) KICKHAEFER MANUFACTURING COMPANY Print Name: Stephen P. Anderson Manggids Mend Title:

Delphi Legal Information Hotline: Toll Free: (800) 718-5305

International: (248) 813-2698

Delphi Legal Information Website: http://www.delphidocket.com

Vice President

# 05-44481-rdd Doc 12732-9 Filed 02/19/08 Entered 02/19/08 17:36:19 Fix hipit P Part 3 Pg 45 of 112

### Doug Wolfe

From: Anderson, Steve [spanderson@kmcstampings.com]

Sent: Friday, January 11, 2008 1:33 PM

To: Casper, Richard H.; Doug Wolfe

Subject: Signed Docs

Doug:

Please advise if you want me to send originals in the mail.

ŞA

# ASM CAPITAL

7600 JERICHO TURNPIKE, SUITE 302 · WOODBURY, NY · 11797 PHONE; (\$16) 224-6040 · FAX: (\$16) 224-6049

A BOARD MEMBER OF THE TRADE CLAIM SUYERS ASSOCIATION

January 11, 2008

### BY FACSIMILE AND U.S. MAIL

Douglas Wolfe, Esq.
General Counsel
ASM Capital
7600 Jericho Tumpike, Suite 302
Woodbury, NY 11797
(516) 224-6040 ext 102

Re: In re Delphi Corporation, et al., ("Delphi") Case No. 06-44481 (RDD) ("Case")

Dear Mr. Wolfe:

Reference is made to that certain Assignment of Claim Agreement executed on or about 2/14/06 (the "Transfer Agreement"), whereby we WESTBROOK MFG INC ("Transferor") transferred to ASM Capital L.P. ("ASM") all right, title and interest in the claim or claims against Delphi (the "Claim") in the above referenced Case. I am writing to confirm that pursuant to the Transfer Agreement, Transferor transferred to ASM Capital, among other things, all right, title and interest of the Transferor to any cure payments to be made by Delphi Corporation and/or any of its affiliates ("Delphi") on account of the Claim, including, among other rights, the right to elect to take cash or plan currency for the cure payment. As such, ASM was within its rights to execute on its behalf on behalf of the Transferor the Natice Of Cure Amount With Respect To Executory Contract To Be Assumed Or Assumed And Assigned Under Plan Of Reorganization, dated December 10, 2007 sent to Transferor by Delphi (or its agent) on account of the Claim (the "Cure Notice Form").

In addition, and in an abundance of caution, to the extent the Transfer Agreement and the foregoing paragraph are deemed by a court of competent jurisdiction to be insufficient to validate the Cure Notice Form and/or ASM's signature thereon. I, on behalf of the Transferor, hereby appoint ASM as the Transferor's autorney-in-fact and agent with the sole and exclusive power to execute the Cure Notice Form on the Transferor's behalf. The foregoing power of attorney is limited solely to the execution of the Cure Notice Form and shall not be construed as granting ASM power of attorney for Transferor for any other purpose. By granting ASM said power of attorney and appointing ASM as Transferor's attorney-in-fact and agent, Transferor maifies ASM's previous execution of the Cure Notice Form.

It is understood and intended by the Transferor that this letter may be used by ASM in the Delphi bankruptcy case in connection with the Claim and that this letter may be publicly filled.

Sincerely. Duglas F. Mays
NAME Juglas F. Mays
TITLE Mesident
Transferor: WESTBROOK MFG INC
Tel. (937) 254-2004
Fax (937) 254-9511
DATE 1/11/08
Acknowledgement:
STATE OF
COUNTY OF
The loregoing instrument was acknowledged before me this
produced as identification,
Signature of person taking acknowledgment
Name typed, printed, or stamped
Thie or rank
Curios compar (il condinable)

SOUTHERN DISTRICT OF NEW YORK	
********************	K.
in re	: Chapter 11
DELPHI CORPORATION, 50 M.,	: Case No. 05-44481 (RDD)
Debtors.	(Jointly Administered)
NOTICE OF CURE AMOUNT WITH RE	x ESPECT TO EXECUTORY CONTRACT
TO BE ASSUMED OR ASSUMED AND ASSIG	

PLHASE TAKE NOTICE that on Documber 10, 2007 the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") entered an order (the "Solicitation Procedures Order") (Docket No. 11389) (i) approving the disclosure statement (the "Disclosure Statement") with respect to the First Amended Joint Plan of Reorganization of Delphi Corporation and Certain Affiliates, Debtors and Debtors in Possession (the "Plan"), filed by Delphi Corporation and its affiliated debtors and debtors-in-pessession (the "Debtors") and (ii) authorizing the Debtors to solicit votes on the Plan.

In accordance with the Solicination Procedures Order, the Debtors hereby provide notice of their intent to cure ("Cure") and assume or assume and assign the contract(s) listed on <u>Schedule I</u>, attached hereto as provided in the Plan and the Disclosure Statement.

You must return this form in the envelope provided to Kurtzman Carson Consultants LLC, 2338 Alaska Avenue, El Segundo, California 96248, Au'n: Beiphi Cure Claims, so as to be received by 7:00 p.m. (prevailing Sentern time) on January 11, 2868. If you fail to timely return this form, your contract(s) or lease(s) will be assumed, or assumed and assigned, and you will be paid the cure amount lined on Schedule I in new common atouk of reorganized Delphi and rights to participate in the discount rights offering in the propartiess set forth in the Plan for holders of allowed general unrecured claims.

The Debust' records reflect the amounts owing for propetition accomings as set forth on Schooleis 1 (the "Cure Amount"). Please follow the four steps below and sign this notice to ensure that you receive the Cure to which you are calified.

### Sep 1

•	ense check one of the boxes below:
( <u>V</u> )	Yes, I sgree with the Cure Amount lined on Schedule 1 (complete Step 2 below)
	No. I disagree with the Cure Amount listed on <u>Schedule 1</u> (skip Step 2 and go to Step 3 below)



### Mar. 2

Review the Plan in its sestirety, including Article 5.3 of the Plan governing treatment of general cancented claims, and check one of the boxes below:

I request payment of my Care Amount in cash (without postpetition interest) as soon as reasonably practicable after the lifthetive Date, but in any event no later than 30 days after the lifthetive Date (the "Distribution Date")

I request payment of my Care Amount on the Distribution Date in the Plan currency afforded General Unsecured Claims, including postpetition interest from the Petition Date through the earlier of the Confirmation Date or Immary 31, 2008 at the Michigan Standory Rete (all as defined in the Plan) (skip Step 3 and complete Step 4 below)

#### Strp.Z

If you checked the box in Step 1 indicating that you disagree with the Care Amount, or if you checked the box in Step 2 indicating that you want to be paid in each, you must sign and return this actice so as to be received on or prior to 7:00 p.m. (prevailing Eastern time) on January 11, 2008. You must size file an objection that states with specificity your asserted Core amount, including appropriate documentation thereof, on or before the 30th day following the effective date of the Plan. If you fail to return this form by January 11, 2008 but thereby file and serve an objection in accordance with the procedures outlined below, or vice versa, your objection will not be considered, the Cure Amount asserted by the Debtors will be controlling, you will be paid the Cure Amount in Plan currency in exchange for, among other things, the releases set forth in Article 11 of the Plan, and your contract(s) will be assumed, or assumed and assigned. (continue with Step 3 and also complete Step 4 below)

Objection Proceedings. Objections to the proposed Cure Amount and/or the assumption or the assumption and easignment of the contract must (a) be in writing, (b) conform to the Federal Rules of Bankruptcy Procedure, the Local Bankroptcy Rules for the Southern District of New York, and the Supplemental Order Under 11 U.S.C. \$\$ 102(1) And 105 And Fed. R. Sanks. P. 2002(m), 9006, 9007. And 9014 Bomblishing Omnibus Hearing Dates And Certain Notice, Case Management, And Administrative Procedures, externed March 29, 2006 (Docket No. 2883), and the Solicitation Procedures Order, (c) be filed with the Bankruptcy Court in accordance with General Order M-242 (as amended) registered users of the Bankountry Court's case filing system must file electronically, and all other partiesin interest must file on a 3.5 inch disk (preferably in Portable Document Format (PDF), WordPerfect, or may other Windows-based word processing format), (d) he submitted in hard-copy form directly to the chambers of the Honorable Robert D. Drain, United States Bankruptcy Audge, One Bowling Green, Room 612, New York, New York 19964, and (e) be served upon (i) Delphi Corporation, 5725 Delphi Drive. Troy, Michigan 48098 (Attn: General Counsel), (ii) counsel for the Debtors, Skadden, Arps, State, Meagher & Flom LLP, 333 West Wacker Drive, Sulte 2100, Chicago, Illinois 60606 (Attu: John K. Lyons and Ron E. Meisler), (iii) counsel for the agent under the postperition credit facility, Davis Polk & Wardwell, 450 Lexington Avenue, New York, New York 10017 (Artn: Donald Bernstein and Brian Resnick), (iv) counsel for the official committee of unsecured creditors. Letham & Watkins LLP, 885 Third Avenue, New York, New York (0022 (Auth: Robert J. Rosenberg and Mark A. Broude), (v) counsel for the official committee of equity security holders, Fried, Frank, Harris, Shriver & Jacobson LLP, One New York Plaza, New York, New York 19004 (Afth: Sound Steingart), (vi) counsel for A-D Acquirition Holdings, LLC of Appaloosa Management L.P., White & Case LLP, Wachovin Flusnoin! Center, 200 South Biscoyne Boulevard, Suite 4900, Miami, Florida 33131 (Att'n: Thomas E. Lauria) and White & Case LLP, 1155 Avenue of the Americas, New York, New York 10036 (Auto: Glenn M. Kurtz and Gregory Pryor), (vii) counsel for Hartinger Del-Amo Investment Congrany, Ltd., White & Case LLP,



Wachovia Finencial Center, 200 South Biscopne Bostovard, Suite 4900, Mismi, Florida 33131 (Att'n: Thomas B. Lauria) and White & Case (J.P. 1155 Avenue of the Americas, New York, New York 10036 (Att'n: John M. Reiss and Gregory Pryer), and (viii) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, Suite 2100, New York, New York 10004 (Attn: Alicis M. Leonhard), in each case so as to be received an later than 4:00 p.m. (prevailing Eastern time) on the 30th day following the effective dute of the Flan (the "Cure Objection Deadline"). Objections not timely filled and served in the manner set forth above will not be considered and will be deemed overruled.

If there is a dispute regarding (i) the nature or amount of any Cure, (ii) the ability of the Reorganized Debtor or any assignme to provide "adequate assurance of future performance" (within the meaning of section 36% of the Bankruptcy Code) under the contract or lease to be assured, or (iii) any other master pertaining to assumption, or assumption and assignment, of the contract(s) or lease(s), the Bankruptcy Court will conduct a heuring before the Honorabie Robert D. Drain, United States Bankruptcy Judge, United States Bankruptcy Court for the Sauthern District of New York, One Bowling Green, Room 610, New York, New York 19004, at such date and time as the Court may schedule, and Cure will occur following the entry of a final order of the Bankruptcy Court resolving the dispute and approving the assumption or assumption and assignment, as the case may be: punished, however, that if there is a dispute as to the associat of Cure that cannot be resolved consensually among the parties, the Debtors shall have the right to reject the contract or lease for a period of five days after entry of a final order establishing a Cure amount in excess of that provided by the Debtors.

#### Sec. 4

Sign and return this form in the cavelope provided to Kurtzman Carson Consultants L.C., 2335 Airaka Avenue, El Segundo, California 90145, Alt'a: Delphi Care Claims, so as to be <u>received</u> by 7:00 p.m. (prevaiting Eastern time) on January 11, 2008. If you fail to timely return this form, your contract(s) or lease(s) will be assumed, or resumed and analysed, and you will be paid the Care amount listed on <u>Schedelo I</u> in now common stock of rearganized Delphi and rights to participate in the discount rights offering in the proportions set forth in Article 5.3 of the Plan.

Company Name: BM Capital, LI Cassigner of Westbrook Mis Inc.)

By: Maylor F. Mays

Print Name: Adam Moskowsle Total Last John F. Mays

Title: Mangsins Meader Lieutbrook 1919, Inc.

Delphi Legal Information Hotline: Toli Free: (800) 718-5305 International: (248) 813-2698 Dolphi Legal Information Website: http://www.delphidocket.com Dated: New York, New York December 10, 2007

> skadden, arps, slate, meacher a flom LLP

John Wm. Butler, Jr. (JB 4711) George N. Panagakin (GP 0770) Ron E. Meister (RM 3026) Nathan Staam (NS 7872) 333 West Wacker Drive, Suite 2100 Chicago, Illinois 60606

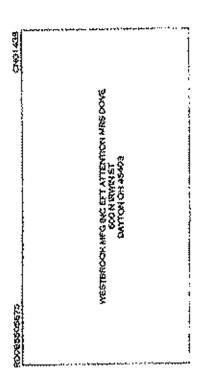
- and -Kayalyn A. Marafioti (KM 9632) Thomas I. Matz (TM 5986) Four Times Square New York, New York 10036

Attorneye for Delphi Corporation, et al., Debtors and Debtors-in-Possessing



# Schedule 1

Contract(s) to be assumed auti/or assigned:	Cure amount:
100550063069	\$23,33 \$,60
The state of the s	Procession and account for an accommodate for the first of the control of a superscript of the control of the c
!	
Landan or a series of the control of	
A CONTRACTOR OF THE CONTRACTOR	
	and the second s
	y it againg ters payonagang panamagananangan iy ters to the an extensive the hyperical terminal date of any againg
a planta de la compania de la compa	
and and a second	**************************************
] 	
1	
	aton marks for the color of the



Page 1 of 1

### Doug Wolfe

From: Coug Mays (OMsys@westbrockohio.com) Sent: Thursday, January 10, 2008 6:55 AM

To: Doug Wolfe
Co: Keith Lamen

Subject: FW: Delphi Cure Notice - Westbrook Manufacturing

Doug.

Please see the attached information.

I hope this is of assistance.

Regards,

Doug Mays

-----Original Message-----

From: Alison M. Teamen (malko:ATeamen@kcdic.com)

Sent: Wednesday, January 09, 2006 6:24 PM

**To: Doug Mays** 

Oc: Romella A. Edwards

Subject: Delphi Circ Notice - Westbrook Manufacturing

Per your request, attached please find original duplicate Cure Notice(s). The describe is title Friday, January 11, 2008 by 7:00 p.m. (ET). Your notice(s) must actually be received by the deadline.

Please let me know if I can be of further essistence. Thank you.

Alison M. Tearnen Kustzman Carson Consultanta LLC 2335 Alaska Avenue El Sogundo, CA 90245 bil 310.761.1797 fax 310.761.1647 eleamen@kcciic.com www.kcciic.com

OBOLAMER:

CRECULARIZES: And encounte hereich is confidential and how to logally privileged, it is injected for the recipient and is sufficient and any stronger, and accounts, the author politices the information ferrick is to reliable and accounts, but Kustonan Consust Consultants LLC makes an examply or representation as is its accounts, considerance, is sudden both yimpos of service in farmatical on, Unique otherwise states, any confiders considerated the thought of the accounts author and of not recognishly reflect those of Kortonger Consuments LLC on a stiffactor, if you have reduced this investige stiff are not the full-inded recipient, places contact the mendor immediately by retermination and debute any copies you may have reached.

### Doug Wolfe

From: Doug Mays [DMays@westbrookchio.com]

Sent: Friday, January 11, 2008 1:14 PM

To: Doug Wolfe

Subject: Requested Document



eiphi0001,pdf (4 Mt

----Original Message-----۶ From: Westbrook Friday, January 11, 2008 1:06 PM > Sent: To: Doug Mays Subject: Scan doc > <<scan Delphi0001.pdf>> ۶ > Westbrook Mfg. Inc. 937-254-2004 > This E-mail and any attachments hereto are Westbrook property and may contain legally privileged, confidential and/or proprietary information. The recipient of this E-mail is prohibited from distributing, copying, forwarding or in any way disseminating any material contained within this E-mail without prior written permission from the author. If you receive this E-mail in error, please immediately notify the author and delete this E-mail. Westbrook disclaims all responsibility and liability for the consequences of any person who fails to abide by the terms herein. 

JAN-11-2008 12:01

LIGUIFLO

908 518 1847 P.01

### ASM CAPITAL

7600 JERICHO TURNPIKE, SUITE 301 · WOODBURY, NY · 11797 PHONE: (516) 224-6040 · FAX: (816) 224-6049

A BOARD MEMBER OF THE TRADE CLAIM BUYERS ASSOCIATION

Jenuary 11, 2008

### BY FACSIMILE AND U.S. MAIL

Douglas Wolfe, Esq. Genetal Counsel ASM Capital 7600 Jericho Tumpike, Suite 302 Woodbury, NY 11797 (516) 224-6040 ext 102

Re: In re Delphi Corporation, et al., ("Delphi") Case No. 06-44481 (RDD) ("Case")

### Dear Mr. Wolfe:

Reference is made to that certain Assignment of Claim Agreement executed on or about 3/14/06 (the "Transfer Agreement"), whereby we AMERICAN PRODUCTS CO INC ("Transferor") transferred to ASM Capital L.P. ("ASM") all right, title and interest in the claim or claims against Delphi (the "Claim") in the above referenced Case. I am writing to confirm that pursuant to the Transfer Agreement, Transferor transferred to ASM Capital, among other things, all right, title and interest of the Transferor to any cure payments to be made by Delphi Corporation and/or any of its offiliates ("Delphi") on account of the Claim, including, among other rights, the right to elect to take cash or plan currency for the cure payment. As such, ASM was within its rights to execute on its behalf on behalf of the Transferor the Notice Of Cure Amount With Respect To Executory Contract To Be Assumed Or Assumed And Assigned Under Plan Of Reorganization, dated December 10, 2007 sent to Transferor by Delphi (or its agent) on occount of the Claim (the "Cure Notice Form").

In addition, and in an abundance of caution, to the extent the Transfer Agreement and the foregoing paragraph are deemed by a court of competent jurisdiction to be insufficient to validate the Cure Notice Form and/or ASM's signature thereon, I, on behalf of the Transferor, hereby appoint ASM as the Transferor's attorney-in-fact and agent with the sole and exclusive power to execute the Cure Notice Form on the Transferor's behalf. The foregoing power of attorney is limited solely to the execution of the Cure Notice Form and shall not be construed as granting ASM power of attorney for Transferor for any other purpose. By granting ASM said power of attorney and appointing ASM as Transferor's attorney-in-fact and agent, Transferor ratifies ASM's previous execution of the Cure Notice Form.

Filed 02/19/08 Entered 02/19/08 17:36:19 05-44481-rdd Doc 12732-9 Part 3 Pg 57 of 112

JAN-11-2008 13:01

LIQUIPLO

908 518 1847

P.02

It is understood and intended by the Transferor that this letter may be used by ASM in the Delphi bankruptcy case in connection with the Claim and that this letter may be publicly filed.

Sincerely.
NAME NO. FIUANCHI TITLE V.P. FIUANCHI
Transferor: AMERICAN PRODUCTS CO INC
Tel. (908) 789-2467
Fax (908) 518-0223
DATE /-//-0 &
Acknowledgement:  STATE OF
The foregoing instrument was acknowledged before me this // day of JANVARY .20.00 by NATOLI IYOUR FULL LEGAL NAME], who is personally known to me or who has produced es idemification.  Mayne fulfill.
Signature of person taking auknowledgment  MONONE WCOLLIL  Name typed, printed, or stamped
Title or rank
Serkel number (if applicable)

JAN-11-2008 12:01

LIQUIFLO

908 518 1847

P.08

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In 10 Chapter 11

DELPHI CORPORATION, et al., Case No. 05-44481 (ROD)

Debtors. (Jointly Administered)

NOTICE OF CURB AMOUNT WITH RESPECT TO EXECUTORY CONTRACT TO BE ASSUMED OR ASSUMED AND ASSIGNED UNDER FLAN OF REORGANIZATION

PLEASE TAKE NOTICE that on December 10, 2007 the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") entered an order (the "Solicitation Procedures Order") (Docket No. 11389) (i) approving the disclosure statement (the "Disclosure Statement") with respect to the First Amended Joint Plan of Reorganization of Delphi Corporation and Certain Affiliates. Debtors and Debtors-in-Possession (the "Plan"), filed by Delphi Corporation and its affiliated debtors and debtors-in-possession (the "Debtors") and (ii) authorizing the Debtors to solicit votes on the Plan.

In accordance with the Solicitation Procedures Order, the Debtors hereby provide socioe of their intent to core ("Core") and assume or assume and assign the contract(s) listed on <u>Solvafule 1</u> attached hereto as provided in the Plan and the Disclosure Statement.

You must return this form in the envelope provided to Kurtzman Carson Consultants LLC, 2335 Alaska Avenue, El Segundo, California 90245, Att'n: Delphi Cure Cizims, so as to be received by 7:00 p.m. (prevailing Eastern time) on January 11, 2608. If you full to timely return this form, your contract(s) or lease(s) will be assumed, or assumed and assigned, and you will be paid the cure amount listed on Schedule I in new common stock of reorganized Delphi and rights to participate in the discount rights offering in the proportions set forth in the Plan for holders of allowed general unsecured claims.

The Debters' records reflect the amounts owing for properition arreanges as act forth on Schedule 1 (the "Cure Amount"). Please follow the four steps below and sign this notice to ensure that you receive the Cure to which you are entitled.

Step 1

Yes, I agree with the Care Amount listed on <u>Schedule I</u> (complete Step 2 below)

No. I disagree with the Care Amount listed on <u>Schedule I</u> (skip Step 2 and go to Step 3 below)

RD002178556 CND0917

JAN-11-2009 12:01

LIQUIPLO

908 518 1847 P.O4

### Stop 2

Review the Plan in its entirety, including Article 5.3 of the Plan governing treatment of general unsecured claims, and check one of the boxes below:

I request payment of my Cure Amount in cash (without postpetition interest) as soon as reasonably practicable after the Effective Date, but in any event no later than 30 days after the Effective Date (the "Distribution Date")

I request payment of my Cure Amount on the Distribution Date in the Plan currency afforded General Unsecured Claims, including postpetition interest from the Petition Date through the earlier of the Confirmation Date or January 31, 2008 at the Michigan

Statutory Rate (all as defined in the Plan) (akip Step 3 and complete Step 4 below)

### Step 3

If you checked the box in Step 2 indicating that you disagree with the Cure Assount, or if you checked the box in Step 2 indicating that you went to be paid in cush, you must sign and return this notice so as to be received on or prior to 7:00 p.m. (prevailing Eastern time) on January 11, 2008. You must also file an objection that states with specificity your asserted Cure amount, including appropriate documentation thereof, on or before the 30th day following the effective date of the Pian. If you fail to return this form by January 11, 2008 but timely file and serve an objection in accordance with the procedures outlined below, or vice versa, your objection will not be considered, the Cure Amount asserted by the Debtors will be controlling, you will be paid the Cure Amount in Pian currency in eachange for, among other things, the releases set forth in Article 11 of the Pian, and your contract(s) will be assumed, or assumed and assigned. (continue with Step 3 and also complete Step 4 below)

Objection Procedures. Objections to the proposed Cure Amount and/or the assumption or the assumption and assignment of the contract must (a) be in writing, (b) conform to the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Southern District of New York, and the Supplemental Order Under 11 U.S.C. §§ 102(1) And 105 And Fed. R. Banks, P. 2002(m), 9006, 9007, And 9014 Establishing Omnibus Hearing Dates And Certain Notice, Case Management, And Administrative Procedures, entered March 20, 2006 (Docket No. 2883), and the Solicitation Procedures Order, (c) be filed with the Bankruptcy Court in accordance with General Order M-242 (as amended) registered users of the Bankruptcy Courfs case filing system must file electronically, and all other partiesla interest must file on a 3.5 inch disk (preferably in Portable Document Format (PDF), WordPerfect, or any other Windows-based word processing format), (d) be submitted in hard-copy form directly to the chambers of the Henorable Robert D. Drain, United States Bankraptcy Judge, One Howling Green, Room 632, New York, New York 10004, and (c) be surved upon (i) Delphi Corporation, 5725 Delphi Drive. Troy, Michigan 48098 (Atta: General Counsel), (ii) counsel for the Debtors, Skadden, Arps, State, Meagher & Flom LLP, 333 West Wacker Drive, Suits 2100, Chicago, Illinois 60605 (Art'n: John K. Lyons and Ron E. Meisler), (iii) counsel for the agent under the postpetition credit facility, Davis Polk & Wardwell, 450 Lexington Avenue, New York, New York 10017 (Atro: Donald Bernstein and Brian Resnick), (iv) counsel for the official committee of unsecured creditors, Lathern & Walkins LIP, 885 Third Avenue, New York, New York 10022 (Att'n: Robert J. Rosenberg and Mark A. Broude), (v) counsel for the official committee of equity security holders, Fried, Frank, Harris, Shriver & Jacobson LLP, One New York Plaza, New York, New York 10004 (Atta; Bonnie Steingart), (vi) counted for A-D Acquisition Holdings, LLC c/o Appaloosa Management L.P., White & Case LLP, Wanhovia Financial Center, 200 South Biscayne Boulevard, Suite 4900, Mianni, Florida 33131 (Attn: Thomas E. Lauria) and White & Case LLP, 1155 Avenue of the Americas, New York, New York 10036 (Attn: Olenn M. Kurtz and Gregory Pryor), (vii) coursel for Harbinger Del-Auto Investment Company, Ltd., White & Case LLP,

RE0002178956 CN00077

WSW

JAN-11-2008 12:01

LIQUIFLO

908 518 1847

P.05

Wachoviz Financial Center, 200 South Biscayne Boulevard, Suite 4900, Miami, Florida 33131 (Anth: Thomas E. Laurin) and White & Case LLP, 1155 Avenue of the Americas, New York, New York 10036 (Attn: Joim M. Reiss and Gregory Pryor), and (viii) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, Suite 2100, New York, New York 10004 (Attn: Alicia M. Leonhard), in each case so as to be received no later than 4:00 p.m. (prevailing Eastern time) on the 30th day following the effective date of the Plan (the "Care Objection Deadline"). Objections not timely filed and served in the manner set forth above will not be considered and will be deemed overruled.

If there is a dispute regarding (i) the nature or amount of any Cure, (ii) the ability of the Reorganized Debtor or any assignes to provide "adequate assumance of future performance" (within the meaning of section 365 of the Bankruptcy Code) under the contract or lease to be assumed, or (iii) any other matter perioriting to assumption, or assumption and assignment, of the contract(s) or lease(s), the Bankruptcy Court will conduct a hearing before the Frontoshle Robert D. Drain, United States Bankruptcy Judge, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, Room 610, New York, New York 10004, at such date and time as the Court may schedule, and Cure will occur following the entry of a final order of the Bankruptcy Court resolving the dispute and approving the assumption or assumption and assignment, as the case may be; provided, however, that if there is a dispute as to the amount of Cure that cannot be resolved consensually among the parties, the Debtors shall have the right to reject the contract or lease for a period of five days after entry of a final order establishing a Cure amount in excess of that provided by the Debtors.

### Step 4

Sign and return this form in the envelope provided to Kurtzman Carson Consultants LLC, 2335 Alaske Avanue, El Segundo, Culifornia 90245, Att'n: Delphi Cure Claims, so us to be received by 7:00 p.m. (provailing Eastern time) on January 11, 2008. If you full to timely return this form, your contract(s) or lease(s) will be assumed, or assumed and assigned, and you will be paid the Cure amount listed on Schodulo I in new common stock of reorganized Delphi and rights to participate in the discount rights offering in the propertiess set forth in Article 5.3 of the Plan.

Company Name: ASIA Capital LP (ASSIGNAL of AMERICAN Products 6)

Print Name:

Adam Nost

Title:

Manneine Moule.

Delphi Legal Information Hotlins: Toll Free: (800) 718-5365

International: (248) 813-2698

Delphi Legal Information Website: http://www.delphidocket.com

3

JAN-11-2008 12:01

LIQUIPLO

908 518 1847 P.OS

Dated: New York, New York December 10, 2007

> SKADDEN, ARPS, SLATB, MEAGHER & FLOM LLP John Wm. Butler, Ir. (JB 4711) George N. Panagakis (GP 0770) Ron E. Meister (RM 3026) Nathan Stuart (NS 7872) 333 West Wacker Drive, Suite 2100

- and -Kayalyn A. Mereflott (KM 9632) Thomas J. Matz (TM 5986) Pour Times Square New York, New York 10036

Chicago, Illinois 60606

Attorneys for Delphi Corporation, at al., Debtors and Debtors-in-Possession

RD002178556 CN00977

4

JAN-11-2009 12:01

LIQUIPLO

908 518 1847

P.07

# Schedule 1

Contract(s) to be assumed and/or assigned:	Cure amount:
\$AG90IS247	\$58,050,24
	***************************************
***************************************	
,	
	· · · · · · · · · · · · · · · · · · ·
· · · · · · · · · · · · · · · · · · ·	
· - · · · · · · · · · · · · · · · · · ·	
	'

# ASM CAPITAL

7600 JERICHO TURNPIKE, SUITE 302 · WOODBURY, NY · 11797 PHONE: (516) 224-6040- FAX: (516) 224-6049

A BOARD MEMBER OF THE TRADE CLAIM BUYERS ASSOCIATION

January 11, 2008

### BY FACSIMILE AND U.S. MAIL

Douglas Wolfe, Esq. General Counsel ASM Capital 7600 Jericho Tumpike, Suite 302 Woodbury, NY 11797 (516) 224-6040 ext 102

e; In re Delphi Corporation, et al., ("Delphi") Case No. 06-44481 (RDD) ("Case")

Dear Mr. Wolfe:

Reference is made to that certain Assignment of Claim Agreement executed on or about 3/30/06 (the "Transfer Agreement"), whereby we TELLA TOOL & MFG ("Transferor") transferred to ASM Capital L.P. ("ASM") all right, title and interest in the claim or claims against Delphi (the "Claim") in the above referenced Case. I am writing to confirm that pursuant to the Transfer Agreement, Transferor transferred to ASM Capital, emong other things, all right, title and interest of the Transferor to any cure payments to be made by Delphi Corporation and/or any of its affiliates ("Delphi") on account of the Claim, including, among other rights, the right to elect to take cash or plan currency for the cure payment. As such, ASM was within its rights to execute on its behalf on behalf of the Transferor the Notice Of Cure Amount With Respect To Executory Contract To Be Assumed Or Assumed And Assigned Under Plan Of Reorganization, dated December 10, 2007 sent to Transferor by Delphi (or its agent) on account of the Claim (the "Cure Notice Form").

In addition, and in an abundance of caution, to the extent the Transfer Agreement and the foregoing paragraph are deemed by a court of competent jurisdiction to be insufficient to validate the Cure Notice Form and/or ASM's signature thereon. I, on behalf of the Transferor, hereby appoint ASM as the Transferor's attorney-in-fact and agent with the sole and exclusive power to execute the Cure Notice Form on the Transferor's behalf. The foregoing power of attorney is limited solely to the execution of the Cure Notice Form and shall not be construed as granting ASM power of attorney for Transferor for any other purpose. By granting ASM said power of attorney and appointing ASM as Transferor's attorney-in-fact and agent, Transferor ratifies ASM's previous execution of the Cure Notice Form.

It is understood and intended by the Transferor that this letter may be used by ASM in the Delphi bankruptcy case in connection with the Claim and that this letter may be publicly filed.

Sincerely,
NAME Stuart Buba
TITLE Controller
Transferor: TELLA TOOL & MFG
Tel. (630) 693-3624
Fax (630) 495-3056
DATE 1/11/08
Acknowledgement:
STATE OF
COUNTY OF D_P eye
The foregoing instrument was acknowledged before me this 11 day of 36/14/27 , 20/28 by Study W Base (YOUR FULL LEGAL NAME), who is personally known to me or who has produced as identification.
26-11
Signature of person taking acknowledgment
Vame typed, printed, or stamped
Contaller
Title or rank
Serial number (if applicable)

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK		
	X	
	1	
în re	;	Chapter 11
	1	
DELPHI CORPORATION, ELL.	1	Case No. 05-44481 (RDD)
DELINI COMPONENTAL SE ME	:	
Debtors,	:	(Jointly Administered)
	1	
	· X	namen with the state of the sta

NOTICE OF CURE AMOUNT WITH RESPECT TO EXECUTORY CONTRACT TO BE ASSUMED OR ASSUMED AND ASSIGNED UNDER PLAN OF REORGANIZATION

PLEASE TAKE NOTICE that on December 10, 2007 the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") entered an order (the "Solicitation Procedures Order") (Docket No. 11389) (i) approving the disclosure statement (the "Disclosure Statement") with respect to the First Amended Joint Pian of Reorganization of Delphi Corporation and Certain Affiliates, Debtors and Debtors-In-Possession (the "Pian"), filed by Delphi Corporation and its affiliated debtors and debtors-in-possession (the "Debtors") and (ii) authorizing the Debtors to solicit votes on the Plan.

In accordance with the Solicitation Procedures Order, the Debters hereby provide notice of their intent to cure ("Cure") and assume or assume and assign the contract(s) listed on <u>Schedule 1</u> attached hereto as provided in the Pian and the Disclosure Statement.

You must return this form he the envelope provided to Kurizman Carson Countliants LLC, 2335 Alaska Avenue, El Seguado, California 36245, Att'n: Delphi Care Claims, so us to be received by 7:00 p.m. (prevailing Eastern time) on January 11, 2668. If you fall to timely return this form, your contract(s) or lease(s) will be assumed, or assumed and assigned, and you will be paid the cure amount listed an Schedule 1 in new common stock of reorganized Delphi and rights to participate in the discount rights offering in the proportions set forth in the Plan for holders of allowed general unsecured claims.

The Dobtors' records reflect the amounts owing for prepetition carearages as set forth on Schodule I (the "Cure Amount"). Heave follow the four steps below and sign this natice to ensure that you receive the Cure to which you are estitled.

#### Step 1

Please check one of the boxes below:

Yes, I agree with the Cure Amount listed on Schedule 1 (complete Step 2 below)

No. I disagree with the Cure Amount listed on Schedule 1 (skip Step 2 and go to Step 3 below)



### Step 2

Review the Plan in its entirety, including Article 5.3 of the Plan governing treatment of general ansecured claims, and check one of the benea below:

I request payment of my Cure Amount in each (without postpotision interest) as soon as reasonably practicable after the Effective Date, but in any event no inter than 30 days after the Effective Date (the "Distribution Date")

1 request payment of my Cure Amount on the Distribution Date in the Plan currency afforded General Unsecured Claims, including postpotision interest from the Petition Date through the earlier of the Confirmation Date or January 31, 2008 at the Michigan Statutory Rate (all as defined in the Plan) (skip Step 3 and complete Step 4 below)

#### Step 3

if you checked the box in Step 1 indicating that you disagree with the Care Amount, or if you checked the box in Step 2 (adjusting that you want to be paid in cash, you must sign and return this notice so as to be received on or prior to 7:00 p.m. (prevailing Emtern time) on January 11, 2606. You must sign and extern this position that states with specificity your asserted Care amount, including appropriate documentation thereof, on or before the 30th day following the effective date of the Pian. If you fid to return this form by January 11, 2606 but timely file and serve an objection in accordance with the precedures entitled below, or vice versa, your objection will get be considered, the Care Amount asserted by the Debtors mill impropriately you will be paid the Care Amount in Plan currency in exchange for, among other things, the retenses set forth in Article 11 of the Plan, and your contract(s) will be assumed, or assumed and analyzed. (continue with Step 3 and also complete Step 4 below)

Objection Procedures. Objections to the proposed Cure Amount and/or the assumption or the assumption and assignment of the contract must (a) be in writing, (b) conform to the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Southern District of New York, and the Supplemental Order Under 11 U.S.C. \$5 102(1) And 105 And Fed. R. Bankr. P. 2002(m), 2006, 2007, And 9014 Betablishing Omnibus Hearing Dates And Certain Notice, Case Management, And Administrative Procedures, entered March 20, 2006 (Docket No. 2883), and the Solicitation Procedures Order, (c) be filled with the Bankruptcy Court in accordance with General Order M-242 (as amended) registered users of the Benkruptcy Courts case filing system near file electronically, and all other partiesin-interest must He on a 3.5 inch disk (preferably in Portable Document Format (PDF), WordPerfect, or any other Windows-based word processing format), (d) be submitted in hard-copy form directly to the chembers of the Henorable Robort D. Drain, United States Bankruptcy Judge, One Bowling Green, Room 632, New York, New York 10004, and (e) be served upon (i) Delphi Corporation, 5725 Delphi Drive, Troy, Michigan 48098 (Attn: General Counsel), (ii) counsel for the Debtors, Skadden, Arps, Slate, Meegber & Florn LLP, 333 West Wacker Drive, Suite 2100, Chicago, Illinois 60606 (Atter John K. Lyons and Ross B. Meinler), (iii) counsel for the agent under the postpetition credit facility, Davis Polic & Wardwell, 450 Lexington Avenue, New York, New York 10017 (Artn: Donald Bernstein and Brian Remick), (iv) comest for the official committee of unsecured creditors, Latharn & Welkins LLP, 835 Third Avenue, New York, New York 16022 (Att'n: Robert J. Rosenberg and Mark A. Broude), (v) coursel for the official committee of equity security holders, Fried, Frank, Harris, Shriver & Jacobson LLP, One New York Plazz, New York, New York 10004 (Atth: Bosmie Steingart), (vi) commel for A-D Acquisition Holdings, LLC t/o Appeloosa Management L.P., White & Case LLP, Wachovia Financial Center, 200 South Biscayne Boulevard, Suite 4900, Mianni, Florida 33131 (Art'n: Thomas E. Lauria) and White & Case LLP, 1155 Avenue of the Americas, New York, New York 10036 (Arth: Gleen M. Kuraz and Gregory Pryor), (vii) counsel for Harbinger Del-Auto Investment Company, Ltd., White & Case LLP,

DM31411 CAN1691

Wachevis Financial Center, 200 South Biscappe Boulevard, Suite 4908, Minmi, Florida 33131 (Atth: Thomas B. Laurin) and White & Case LLP, 1155 Avenue of the Americas, New York, New York 10036 (Atth: John M. Reiss and Gregory Pryor), and (viii) the Office of the United States Trustee for the Southern District of New York, 33 Whitchall Street, Suite 2100, New York, New York 10004 (Atth: Alicia M. Leonbord), in each case so as to be received as later than 4:00 p.m. (prevailing Eastern that) on the 30th day following the effective date of the Plan (the "Care Objection Deadline"). Objection not timely filed and served in the manner set forth above will not be considered and will be deemed overruled.

If there is a dispute regarding (i) the nature or amount of any Cure, (ii) the ability of the Reorganized Debtor or any assignee to provide "adequate assurance of future performance" (within the meaning of section 165 of the Bankruptcy Code) under the contract or lease to be assurance, or (iii) any other matter pertaining to assurantion, or assurantion and assignment, of the contract(s) or lease(s), the Bankruptcy Count will conduct a hearing before the Honorable Robert D. Drain, United States Bankruptcy Ludge, United States Bankruptcy Count for the Southern District of New York, One Bowling Green, Room \$10, New York, New York 10004, at such date and time as the Court may schedule, and Cure will occur following the entry of a final order of the Bankruptcy Count resolving the dispute and approving the assumption or assumption and assignment, as the case may be; gravided, housiver, that if there is a dispute as to the amount of Cure that cannot be resolved constraintly among the parties, the Debtors that have the right to reject the contract or lease for a period of five they after entry of a final order establishing a Cure amount in excess of that provided by the Debtors.

### Sim 4

Sign and return this form in the envelope provided to Kurtuman Carson Consultants LLC, 2335 Alaska Avenue, El Segundo, California 95245, Att'n: Delphi Care Claims, so as to be genized by 7:00 p.m. (prevaiing Eastern time) on January 11, 2003. If you fall to timely return this form, your contract(s) or lease(s) will be assumed, or assumed and satigmed, and you will be paid the Care amount ilsted on Schedulo 1 in new common stack of reorganized Belphi and rights to participate in the discount rights effecting in the proportions set forth in Article 5.3 of the Plan.

company Name: ASM Copital Messigner of Telle Two 1 of Mess)

Print Namo: Adam Morlamba

THE Managine Works

Delphi Legal Information Hotline: Tell Free: (800) 718-5305

International: (248) 813-2698

Delphi Legal information Website: http://www.delphidocket.com

3

Dated: New York, New York December 10, 2007

SKADDEN, ARPS, SLATB, MEAGHER & FLOM LLP John Win. Butler, Jr. (JB 4711) George N. Painigalda (GP 6770) Ron E. Meteler (RM 3025) Nuthan Stuart (NS 7872) 133 West Wacker Drive, Suite 2100 Chicago, Illinoia 60606

- mrd -Kayalyn A. Marzifoti (KM 9632) Thomas J. Matz (TM 5986) Four Times Square New York, New York 10036

Attorneys for Delphi Corporation, st al., Debtors and Debtors in Possession

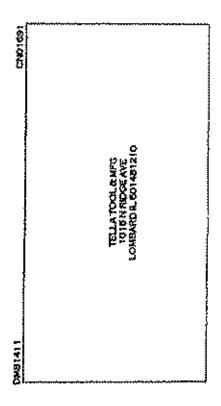


### Schedule 1

Centraci(s) to be assumed and/ar contract:	Care amount:
40004	\$2,850.00
-	
	<u> </u>

5





# ASM CAPITAL

7600 JERICHO TURNPIKE, SUITE 302 · WOODBURY, NY · 11797 PHONE: (516) 224-6040 · FAX: (516) 224-6049

A BOARD MEMBER OF THE TRADE CLAIM BUYERS ASSOCIATION

January 11, 2008

### BY FACSIMILE AND U.S. MAIL

Douglas Wolfe, Esq. General Counsel ASM Capital 7600 Jericho Tumpike, Suite 302 Woodbury, NY 11797 (516) 224-6040 ext 102

Re: In re Delphi Corporation, et al., ("Delphi") Case No. 06-44481 (RDD) ("Case")

Dear Mr. Wolfe:

Reference is made to that certain Assignment of Claim Agreement executed on or about 4/4/06 (the "Transfer Agreement"), whereby we ELLIOTT TAPE INC ("Transferor") transferred to ASM Capital L.P. ("ASM") all right, title and interest in the claim or claims against Delphi (the "Claim") in the above referenced Case. I am writing to confirm that pursuant to the Transfer Agreement. Transferor transferred to ASM Capital, among other things, all right, title and interest of the Transferor to any cure payments to be made by Delphi Corporation and/or any of its affiliates ("Delphi") on account of the Claim, including, among other rights, the right to elect to take cash or plan currency for the cure payment. As such, ASM was within its rights to execute on its behalf on behalf of the Transferor the Notice Of Cure Amount With Respect To Executory Contract To Be Assumed Or Assumed And Assigned Under Plan Of Reorganization, dated December 10, 2007 sent to Transferor by Delphi (or its agent) on account of the Claim (the "Cure Notice Form").

In addition, and in an abundance of caution, to the extent the Transfer Agreement and the foregoing paragraph are deemed by a court of competent jurisdiction to be insufficient to validate the Cure Notice Form and/or ASM's signature thereon, I, on behalf of the Transferor, hereby appoint ASM as the Transferor's attorney-in-fact and agent with the sole and exclusive power to execute the Cure Notice Form on the Transferor's behalf. The foregoing power of attorney is limited solely to the execution of the Cure Notice Form and shall not be construed as granting ASM power of attorney for Transferor for any other purpose. By granting ASM said power of attorney and appointing ASM as Transferor's attorney-in-fact and agent. Transferor ratifies ASM's previous execution of the Cure Notice Form.

It is understood and intended by the Transferor that this letter may be used by ASM in the Delphi bankruptcy case in connection with the Claim and that this letter may be publicly filed.

Sincerely,
NAME <u>Paula Joachi</u> no (Paula Joachim)
Transferor: ELLIOTT TAPE INC
Tel. (248) 475-5786
Fax (248) 475-2017
DATE 1-11-08
Acknowledgements
STATE OF
COUNTY OF
The foregoing instrument was acknowledged before me this day of 20
The foregoing instrument was acknowledged before me this day of, 20 by produced (YOUR FULL LEGAL NAME), who is personally known to me or who has
Signature of person taking acknowledgment
Name typed, printed, or stamped
Title or rank
Scrial number (il applicable)

SOUTHERN DISTRICT OF NEW YORK		
	X	
In re	:	Chapter 11
DELPHI CORPORATION, # # #	;	Case No. 05-44481 (RDD)
Dehtors,	;	(Jointly Administered)
	; x	

## NOTICE OF CURE AMOUNT WITH RESPECT TO EXECUTORY CONTRACT TO BE ASSUMED OR ASSUMED AND ASSIGNED LINDER PLAN OF REORGANIZATION

PLEASE TAKE NOTICE that on December 10, 2007 the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") entered an order (the "Solicitation Procedures Order") (Docket No. 11389) (i) approving the disclosure statement (the "Disclosure Statement") with respect to the First Amended Joint Plan of Reorganization of Delphi Corporation and Certain Affiliates, Debtors and Debtors-In-Pessession (the "Plan"), filed by Delphi Corporation and its affiliated debtors and debtors-in-passession (the "Debtors") and (ii) authorizing the Debtors to solicit votes on the Plan.

in accordance with the Solicitation Procedures Order, the Debtors hereby provide notice of their intent to care ("Cure") and assume or assume and assign the contract(s) listed on <u>Schedole I</u> attached hereto as provided in the Plan and the Disclosure Statement.

You must return this form in the envelope provided to Kurtzman Carson Consultants LLC, 2335 Aluska Avenue, El Segundo, California 90245, Att'u: Delphi Curo Claims, so as to be received by 7:08 p.m. (prevailing Eastern time) on January 11, 2008. If you fail to timely return this form, your contract(s) or lease(s) will be assumed, or assumed and assigned, and you will be paid the cure emount listed on Schedule 1 in new common stock of reorganized Delphi and rights to participate in the discount rights offering in the proportions set forth in the Plan for holders of allowed general unsecured claims,

The Debtors' records reflect the amounts owing for propertion arranges as set fouth on Schedule i (the "Cure Amount"). Please follow the four steps below and sign this notice to ensure that you receive the Cure to which you are catified.

# Step 1 Please check one of the boxes below: Yes, I agree with the Cure Amount listed on Schedule 1 (complete Step 2 below) No, I disagree with the Cure Amount listed on Schedule 1 (*klp Step 2 and go to Step 3 below)



Ste	2.7
-----	-----

general u	eview the Plan in its entirety, including Article 5.3 of the Plan governing treatment of essecured claims, and check one of the boxes below:
Q	I request payment of my Cure Amount in cash (without postpetition interest) as soon a reasonably practicable after the Effective Date, but in any event no later than 30 days after the Effective Date (the "Distribution Dete")
	I request payment of my Cure Amount on the Distribution Date in the Plan currency afforded General Unscenred Claims, including postpetition interest from the Petition Date through the carlier of the Confirmation Date or January 31, 2008 at the Michigan Statutory Rate (all as defined in the Plan) (akip Step 3 and complete Step 4 below)

#### Step 3

If you checked the box in Step 2 indicating that you disagree with the Care Amount, or if you checked the box in Step 2 indicating that you want to be puld in cash, you must sign and reform this natice so as to be received on or prior to 7:00 p.m. (prevailing Eastern time) on January 21, 2008. You must also file an objection that states with specificity your asserted Cure amount, including appropriate documentation thereof, on or before the 30th day following the effective date of the Plan. If you fail to return this form by January 11, 2008 but timely file and serve an objection in accordance with the procedures auditeed below, or vice versa, your objection will not be considered, the Care Amount asserted by the Debtors will be controlling, you will be paid the Care Amount in Plan currency in exchange for, among other things, the releases set forth in Article 11 of the Plan, and your contract(s) will be assumed, or assumed and assigned. (continue with Step 3 and also complete Step 4 below)

Objection Procedures. Objections to the proposed Cure Amount and/or the assumption or the assumption and assignment of the contract must (a) be in writing, (b) conform to the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Southern District of New York, and the Supplemental Order Under 11 U.S.C. §§ 102(1) And 105 And Fed. R. Bankr. P. 2002(m), 9006, 9007. And 9014 Establishing Omnibus Hearing Dates And Certain Notice, Case Management, And Administrative Procedures, outered March 20, 2006 (Docket No. 2883), and the Solicitation Procedures Order, (c) be filed with the Bankruptcy Court in accordance with General Order M-242 (as amended) registered users of the Bankruptcy Court's case filing system must file electronically, and all other partiesin-interest must file on a 3.5 inch disk (preferably in Portable Document Format (PDF), WordPerfect, or any other Windows-based word processing format), (d) be submitted in hard-copy form directly to the chambers of the Honorable Robert D. Drain, United States Baukraptcy Judge, One Bowling Green, Room 632, New York, New York 10004, and (e) be served upon (l) Delphi Corporation, 5725 Delphi Drive, Troy, Michigan 48098 (Atth: General Counsel), (ii) counsel for the Debtors, Skadden, Arps, Sinte, Meagher & Flom LLP, 333 West Wacker Drive, Suite 2100, Chicago, Illinois 60606 (Art'n: John K. Lyons and Ron B. Meisler), (iii) counsel for the agent under the postpetition credit facility. Davis Polk & Wordwell, 450 Lexington Avenue, New York, New York 10017 (Attn: Donald Bernstein and Brian Resnick), (iv) counsel for the official committee of unsecured creditors, Letham & Watkins LLP, 885 Third Avenue, New York, New York 10022 (Att'n: Robert J. Rosenberg and Mark A. Broude), (v) counsel for the official committee of equity security holders, Fried, Frank, Harris, Shriver & Jacobson LLP, One New York Plaza, New York, New York 10004 (Ast'n: Bonnie Steingurt), (vi) counsel for A-D Acquisition Holdings, LLC c/o Appeloosa Management L.P., White & Case LLP, Wachovle Financial Center, 200 South Biscayne Boulevard, Suite 4900, Miami, Florida 33131 (Att'n: Thomas E. Lauria) and White & Case LLP, 1155 Avenue of the Americas, New York, New York 10036 (Auth: Glenn M. Kunz and Gregory Pryor), (vii) counsel for Harbinger Del-Anto Investment Company, Ltd., White & Case LLP,



Wachovin Financial Center, 200 South Biscayne Boulevard, Suite 4900, Minmi, Florida 33131 (Atth: Thomas E. Lauria) and White & Case LLP, 1155 Avenue of the Americas, New York, New York 10036 (Att'n: John M. Reiss and Gregory Pryor), and (viii) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, Suite 2100, New York, New York 10004 (Atth: Alicin M. Leonhard), in each case so as to be received no later than 4:00 p.m. (prevailing Eastern time) on the 30th day following the effective date of the Plan (the "Cure Objection Deadline"). Objections not timely filed and served in the manner set forth above will not be considered and will be deemed oversiled.

If there is a dispute regarding (i) the nature or amount of any Cure, (ii) the ability of the Reorganized Debtor or any assignes to provide "adequate assurance of future performance" (within the meaning of section 365 of the Bankruptcy Code) under the contract or lease to be assumed, or (iii) any other matter pertaining to assumption, or assumption and assignment, of the contract(s) or lease(s), the Bankraptcy Court will conduct a hearing before the Honorable Robert D. Drain, United States Bunkruptcy Judge, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, Room 610, New York, New York 10004, at such date and time as the Court may schedule, and Cure will occur following the entry of a final order of the Renirreptcy Court resolving the dispute and approving the assumption or assumption and assignment, as the case may be; provided, however, that if there is a dispute as to the amount of Cure that cannot be resolved consensually among the parties, the Debtors shall have the right to reject the contract or lease for a period of five days after entry of a final order establishing a Cure amount in excess of that provided by the Debtors.

#### Step 4

Sign and return this form in the envelope provided to Kurtzman Carson Consultants LLC. 2335 Alaska Avenue, El Segundo, California 90245, Att'n: Delphi Cure Claims, so as to be received by 7:00 p.m. (prevailing Eastern time) on January 11, 2008. If you fall to timely return this form, your contract(s) or lease(s) will be assumed, or assumed and assigned, and you will be paid the Cure amount listed on Schedule 1 in new common stock of reorganized Delphi and rights to participate in the discount rights offering in the proportions set forth in Article 5.3 of the Plan.

Company Nam	ASM Copytal LP ( ass)	sale of Ellio	H Tape Inc)
Ву:	Harry Shot	Paulas	ocerno
Print Name:	Adam Moskowtz	Paul &	sichim & belliott Tape, In
Title:	Managing Mender	OFO.	20111110 2001011 11402011

Delphi Legal Information Hotline: Toll Free: (800) 718-5305

International: (248) 813-2698

Delphi Legal Information Website: http://www.delphidocket.com

Dated: New York, New York December 10, 2007

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
John Wm. Butler, Jr. (JB 4711)
George N. Panagakis (GP 0770)
Ron E. Meisler (RM 3026)
Nathan Stuart (NS 7872)
333 West Wacker Drive, Suite 2100
Chicago, Illinois 60606

- end -Kayalyn A. Marafioti (KM 9632) Thomas J. Matz (TM 5986) Pour Times Square New York, New York 10036

Attorneys for Delphi Corporation, <u>ct al.</u>, Debtors and Debtors-in-Possession

'n

# Schedule 1

Contract(s) to be assumed and/or assigned:	Cure amount:
D055064397a	\$38,127,50
	¥
**************************************	

ELLOTT TAPE INC EFT
1862 FOND RUN
AUBUSN HILLS ME 46328-2769

Page 1 of 2

#### Heather Berkowitz

From:

Paula Joachim [pjoachim@egitape.com]

Sent:

Friday, January 11, 2008 12:23 PM

To:

Heather Berkowitz

Sublect:

RE: ASM CAPITAL RE: DELPHI

Attachments: Elliott Tape Docs.pdf

Heather,

Here are the signed documents. Please let me know if you need anything else.

Sincerely,

Paula

Paula Joachim Chief Financial Officer Elliott Group International Elliott Tape, Inc. 1882 Pond Run Auburn Hills, MI 48326

Phone: (248) 475-5786 ext. 260

Fax: (24

(248) 475-5893

From: Heather Berkowitz [mailto:HLB@asmcapital.com]

Sent: Friday, January 11, 2008 11:44 AM

To: Paula Joachim

Subject: ASM CAPITAL RE: DELPHI

#### Hello-

The attached document is a standard cover letter we will be sending along with the Notice of Cure Amount that you had previously emailed to us. Please sign and resend that letter to us via fax or email. The Notice of Cure is also attached. Please fully execute the Notice of Cure. Please sign your name, print your name, and include your company name and your title. This information can be placed adjacent to Adam's Moskowitz's signature on the last page of the document.

Our fax number is 516.224.6049. You may also email me and please be sure to ce: dwolfe@asmcapital.com

It is argent that we get this information as soon as possible.

Thank you so very much for your continued cooperation.

Please contact me with any questions or concerns.

Best Regards,

Heather Berkowitz Associate General Counsel ASM CAPITAL 7600 Jericho Turnpike, Suite 302 Woodbury, NY 11797 (516) 224-6040 x115

----Original Message----

From: Dion McGee

Sent: Friday, January 11, 2008 10:29 AM

To: Heather Berkowitz

Subject: Elliot Tape Inc.pdf

Page | of Z

#### Doug Wolfe

From: Street Bobs (abobs@toliatoci.com)

Sent: Wednesday, January 09, 2008 8:33 PM

To: Doug Wotte

Subject: FW: Delphi Cure Notice - Telistool

Regards, Tella Tool & Mfg. Co. Stuart Boba Controller

Phone: 630-495-0545 Direct Dial: 630-693-3624 Fax: 630-495-3056 Email: sboba@tellatool.com

Web: www.tellatoos.com

Note: If the reader of this message is not the intended recipient, or an employee or agent responsible for delivering this message to the intended recipient, you are hereby notified that any dissemination, distribution or copying of this communication is strictly prohibited. If you have received this communication in error, please notify us immediately by replying to the message and deleting it from your computer. Thank you.

Per your request, attached please find original duplicate Cure Notice(s). The deadline is this Friday, January 11, 2008 by 7:00 p.m. (ET). Your notice(s) must actually be received by the deadline.

Please let me know if I can be of further assistance. Thank you.

Alteon M. Teamen Kurtzman Cereon Consultants LLC 2335 Alaska Avenue El Segundo, CA 90245 tel 310.751.1797 fex 310.751.1847 ateamen@kccikc.com www.kccikc.com

DISCLABLER:

1/10/2008

Page 2 of 2

Any information and declosive franks is confidential and may be logally privileged, it is intercled for the recipient and its authorized agents only. The paties believes the information beauty to be reliable and accounts, but furtions of consonrect constitutes into making or separametrics at its is secured, completeness, freedom form virtuous or parce. In temperature, these offerings to testing of photons expressed banks are those solidly of the author and do not the presently reflect from of furtioner Conson Controlled in the control of the secured and are not the information of furtions of the secured interest recipient, it was a control the secured interest recipient, please contact the secured plants by return costs and details any copies you may have received.

1/10/2008

Jan 11 2008 11:218M TELLA TOOL AND MFG

6904953056

p. 1

#### Stuart Boba

From:

Heather Berkowitz [HLB@asmcapital.com]

Sent:

Fridey, January 11, 2008 10:14 AM

To: Subject: Stuart Bobs Tella Tool & Mig.pdf DELPHI



felia Tool & falg.poiTella Tool.pdf (218 (45 KB) KB)

To Stuart,

The attached document is a standard cover letter we will be sending along with the Notice of Cure Amount that you had previously emailed to us. Please sign and resend that letter to us via fax or email. The Notice of Cure is also atteched. Please fully execute the Notice of Cure. Please sign your name, print your name, and include your company name and your title. This information can be placed adjacent to Adam's Moskowitz's signature on the last page of the document.

Our fax number is \$16.224.6049. You may also email me and please be sure to co: dwolfe@asmcapital.com

It is urgent that we get this information as soon as possible.

Thank you so very much for your continued cooperation.

Please contact me with any questions or concerns.

Best Regards,

Heather Berkowitz Associate General Counsel ASM CAPITAL 7600 Jericho Turnpike, Suite 302 Woodbury, NY 11797 (516) 224-6040 x115

----Original Message-----

From: Dion McGee

Sent: Friday, January 11, 2008 10:20 AM

To: Seather Berkowitz

Subject: Tella Tool & Mfg.pdf

01/11/2008 15:53 12622533692

FLASTIC COMPONENTS

PAGE 82/88

# ASM CAPITAL

7600 JERICHO TURNPIKE, SUITE 302 · WOODBURY, NY · 11797 PRONE: (516) 224-5840 · FAX: (516) 224-5049

A BOARD MEMBER OF THE TRADE CLAIM BUYERS ASSOCIATION

January 11, 2008

### BY FACSIMILE AND U.S. MAIL

Douglas Wolfe, Esq. General Counsel ASM Capital 7600 Jericho Turnpike, Suite 302

Reference is made to that certain Assignment of Claim Agreement executed on or about 1/26/06 (the "Transfer Agreement"), whereby we PLASTIC COMPONENTS INC ("Transferor") transferred to ASM Capital II L.P. ("ASM") all right, title and interest in the claim or claims against Delphi (the "Claim") in the above referenced Case. I am writing to confirm that pursuant to the Transfer Agreement, Transferor transferred to ASM Capital, among other things, all right, title and interest of the Transferor to any cure payments to be made by Delphi Corporation and/or any of its affiliates ("Delphi") on account of the Claim, including, among other rights, the right to elect to take cash or plan currency for the cure payment. As such, ASM was within its rights to execute on its behalf on behalf of the Transferor the Notice Of Cure Amount With Respect To Executory Contract To Be Assumed Or Assumed And Assigned Under Plan Of Reorganization, dated December 10, 2007 sent to Transferor by Delphi (or its agent) on account of the Claim (the "Cure Notice Form").

In addition, and in an abundance of caution, to the extent the Transfer Agreement and the foregoing paragraph are decared by a court of competent jurisdiction to be insufficient to validate the Cure Notice Form and/or ASM's signature thereon, I, on behalf of the Transferor, hereby appoint ASM as the Transferor's attorney-in-fact and agent with the sole and exclusive power to execute the Cure Notice Form on the Transferor's behalf. The foregoing power of attorney is limited solely to the execution of the Cure Notice Form and shall not be construed as granting ASM power of attorney for Transferor for any other purpose. By granting ASM said power of alterney and appointing ASM as Transferor's attorney-in-fact and agent, Transferor ratifies ASM's previous execution of the Cure Notice Form.

Styllings BS:dd Siessdegda

05-44481-rdd Doc 12732-9 Filed 02/19/08 Entered 02/19/08 17:36:19 Exhibit D Part 3 Pg 85 of 112

01/11/2008 16:53 12622533682

PLASTIC COMPONENTS

PAGE 83/88

It is understood and intended by the Transferor that this letter may be used by ASM in the Delphi bankruptcy case in connection with the Claim and that this letter may be publicly filed.

Sincerely, Jan 16th				
NAME TRANS OF THE PARTY				
TITLE President (				
Transferor: PLASTIC COMPONENTS IN	'C			
Tel. (262) 532-5860				
Fax. (262) 532-5861				
DATE 1/4/2008				
Acknowledgement:  STATE OF WISCORDA  COUNTY OF WESKington				
The terresine leaders when arbitrariories of	before me this day of the LEGAL NAME, who is the legal name, who is the legal name, who is the legal name, and is the legal name,	s personally know	1 to me of	X). <u>O.S.</u> by who has
Name typed, printed, or stamped Title or rank	CONTO			
Serial number (if applicable)				
<b>+</b> 6 <b>3</b> 9∀d	MSA SAGA	21 <b>9</b> 554 <del>2</del> 843	99:28	680Z/TI/TB
Þ0 39∀d		· · · · ·		

01/11/2008 15:53 12622633582

PLASTIC COMPONENTS

PAGE 84/88

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

In re

Chepter 1

DELPHI CORPORATION, of al.

Case No. 05-44481 (RDD)

Debtors,

(Jointly Administered)

NOTICE OF CURE AMOUNT WITH RESPECT TO EXECUTORY CONTRACT TO BE ASSUMED OR ASSUMED AND ASSIGNED LENDER PLAN OF REORGANIZATION

PLEASE TAKE NOTICE that on December 10, 2007, the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") entired an order (the "Solicitation Procedures Order") (Docket No. 11389) (i) approving the discloruse statement (the "Disclosuse Statement") with respect to the Pirst Amended Joint Pien of Recognization of Delphi Corporation and Certain Affiliates, Debtors and Debtors-in-Possession (the "Pinn"), filed by Delphi Corporation and its affiliated debtors and debtors-in-possession (the "Debtors") and (ii) authorizing the Debtors to solicit votes on the Plan.

in accordance with the Selialistian Procedures Order, the Debtors hereby provide notice of their intent to onto ("Cure") and assume or assume and sarign the contract(s) listed on <u>Schedule 1</u> supplied hereso as provided in the Plan and the Disclosure Sinteners.

You must return this form in the envelope provided to Kurtzman Carson Consultants LLC, 2335 Alaska Avenue, El Segundo, California 96245, Att'm: Delphi Care Cialma, so as to be received by 7:00 p.m. (prevailing Eastern time) on January 11, 2908. If you fall to timely return this form, your contract(s) or lease(s) will be assemed, or assumed and assigned, and you will be paid the cure amount listed on Schedule I in new common stock of reorganized Delphi and rights to participale in the discount rights offering in the proportions set forth in the Pian for helders of allowed general unsecured cialms.

The Debtors' records reflect the amounts owing for propertion arrearages as set forth on Submining I (the "Cure Amount"). Please follow the four steps below and sign this action to ensure that you receive the Cure to which you are untitled.

<u> 5tep 1</u>

Please check one of the boxes below:

Yes, I spros with the Curs Amount listed on Schedule I (complete Step 2 below)
No. I discover with the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount listed on Schedule I (all many the Curs Amount list

01/11/S000 85:44 2162246049

01/11/2009 16:53 12622533682

PLASTIC COMPONENTS

PAGE 86/88

Wachovie Financial Comer, 200 South Biscayne Boulevard, Suite 4900, Milanti, Fioride 33131 (After Thomas E. Laurin) and White & Case LLP, 1155 Avenue of the Americae, New York, New York 19036 (Attin: John M. Reiss and Gregory Pryor), and (viii) the Office of the United States Trustee for the Southern District of New York, 33 Whitchell Street, Suite 2100, New York, New York 10004 (Astin: Alicia M. Leonhard), in each case so as to be received as later than 4:06 p.m. (prevailing Eastern time) on the 30th day following the effective date of the Plan (the "Cure Objection Deadline"). Objections not timely filed and served in the manner an forth above will not be considered and will be deemed overrated.

If there is a dispute regarding (i) the nature or amount of any Core, (ii) the ability of the Reorganized Debtor or any assignee to provide "adequate assurance of future performance" (within the meaning of section 365 of the Bankouptey Code) under the contract or lease to be assumed, or (iii) any other matter pertaining to assumption, or assumption and assignment, of the contract(s) or lease(s), the Bankraphey Court will garding beging he year the following the first of the School of the Court may achedule, and Care will occur following the entry of a final order of the Bankraphey Court resolving the dispute and approving the assumption or assumption and assignment, as the case may be provided however, that if there is a dispute us to the amount of Care that cannot be resolved consequally among the parties, the Debtors shall have the right to reject the construct or lease for a period of five days after entry of a final order establishing a Care amount in excess of that provided by the Debtors.

#### 58m.4

Sign and return this form in the exvelops provided to Kurtuman Carson Cameliants LLC, 2335 Alaska Avenus, El Segundo, California 96243, Alt'n: Delphi Care Claims, so as to be received by 7:60 p.m. (prevailing Eastern time) on January II. 1668. If you fall to timely return this form, your contract(s) or leasn(s) will be assumed, or assumed and assigned, and you will be paid the Care amount listed on Schooled I in new common stock of reorganized Bolphi and rights to participate in the discount rights offering in the proportions set forth in Article 5.3 of the Pian.

Print Name:

Title:

Delphi Legal Information Holling:

Toli Free: (800) 718-5305

International: (248) 813-2698

Dulphi Legal Information Websites http://www.delphidoeket.com 01/11/2009 16:53 12622533602

PLASTIC COMPONENTS

PAGE 07/08

Dated: New York, New York December 10, 2007

> SKADDEN, ARPS, SLATE, MEAGHER & PLOM LLP Joins Wim. Butler, Jr. (JB 4711) George N. Panegakis (GP 0770) Ron E. Meisler (RM 3026) Nathan Smart (NS 7872) 333 West Wacker Drive, Suite 2100 Chicago, filicols 60606

Kayalyn A. Marafioti (KM 9632)
Thomas J. Mara (TM 5986)
Four Times Square
New York, New York 10016

Attorneye for Dalphi Corporation, et al., Daltors and Debtors in Possession 01/11/2008 16:53 12622533682

PLASTIC COMPONENTS

PAGE 00/08

## Schedule 1

Contract(s) to be assumed and/or assigned:	Care amounts
50738	\$0.00
54038	\$0.00
50598	\$498,58
54017	\$1,256,64
·····	

Soud Chacks Psystele to ARM CAPSTAL

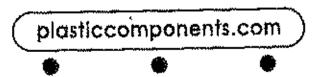
ASM Capital 1600 farioho Tarapika, Salus 202 Woodbury, NY 1 (797 Original Greature

Plastic Compunitation Hatow 1921 I Morse Drive Cerhantown, W. 5002

RD Number NRD/006160 FTI ID Number: CN01649 Byroods: 0644481071230105257001151 01/11/2008 16:53 12622533682

PLASTIC COMPONENTS

PAGE 81/88



# FACSIMILE TRANSMISSION

DATE: //u/3008 No. of Pages (includi	ng cover page) 8
TO:	FAX# (516) 224-6049
FROM: Don Cento	
Direct Phone # (262) 532-5860 Direct Fex # (262) 532-5861	
REGARDING: Notice of OUIL	
MESSAGE:	······································
<u> </u>	
	· · · · · · · · · · · · · · · · · · ·

PLASTIC COMPONENTS, INC.

N116 W18271 Morse Road, Germantown, WI 53022 Ph. (262) 253-0353 Pax (262) 253-3682



## ASM CAPITAL

7600 JERICHO TURNPIKE, SUITE 302 · WOODBURY, NY · 11797 PHONE: (516) 224-6040 · FAX: (516) 224-6049

#### A BOARD MEMBER OF THE TRADE CLAIM BUYERS ASSOCIATION

January 11, 2008

#### BY FACSIMILE AND U.S. MAIL

Douglas Wolfe, Esq. General Counsel ASM Capital 7600 Jericho Tumpike, Suite 302 Woodbury, NY 11797 (516) 224-6040 ext 102

In re Delphi Corporation, et al., ("Delphi") Case No. 06-44481 (RDD) ("Case")

Dear Mr. Wolfe:

Reference is made to that certain Assignment of Claim Agreement executed on or about 2/21/06 (the "Transfer Agreement"), whereby we JAE ELECTRONICS ("Transferor") transferred to ASM Capital II L.P. ("ASM") all right, title and interest in the claim or claims against Delphi (the "Claim") in the above referenced Case. I am writing to confirm that pursuant to the Transfer Agreement, Transferor transferred to ASM Capital, among other things, all right, title and interest of the Transferor to any cure payments to be made by Delphi Corporation and/or any of its affiliates ("Delphi") on account of the Claim, including, among other rights, the right to elect to take cash or plan currency for the cure payment. As such, ASM was within its rights to execute on its behalf on behalf of the Transferor the Notice Of Cure Amount With Respect To Executory Contract To Be Assumed Or Assumed And Assigned Under Plan Of Reorganization, dated December 10, 2007 sent to Transferor by Delphi (or its agent) on account of the Claim (the "Cure Notice Form").

In addition, and in an abundance of caution, to the extent the Transfer Agreement and the foregoing paragraph are deemed by a court of competent jurisdiction to be insufficient to validate the Cure Notice Form and/or ASM's signature thereon, I, on behalf of the Transferor, hereby appoint ASM as the Transferor's attorney-in-fact and agent with the sole and exclusive power to execute the Cure Notice Form on the Transferor's behalf. The foregoing power of attorney is limited solely to the execution of the Cure Notice Form and shall not be construed as granting ASM power of attorney for Transferor for any other purpose. By granting ASM said power of attorney and appointing ASM as Transferor's attorney-in-fact and agent, Transferor ratifies ASM's previous execution of the Cure Notice Form.

It is understood and intended by the Transferor that this letter may be used by ASM in the Delphi bankruptcy case in connection with the Claim and that this letter may be publicly filed.

Sincerely,
NAME A. Tabolina
TITLE Besident
Transfeior: JAE ELECTRONICS
Tel. (949) 753-2637
Fax (949) 753-2699
DATE_ 1/11/2008
•
Acknowledgement:
STATE OF
COUNTY OF
The foregoing instrument was acknowledged before me this day of
Signature of person taking acknowledgment
Name typed, printed, or stamped
Title or rank
Serial number (if applicable)

٠.

United ST	TES BA	VKRUPIC	Y (YED)
Southern	DISTRIC	ľ (M ) me	7 YOUR

Chapter 11

DELPHI CORPORATION, SI AL.

la re

Case No. 35-44481 (RDD)

Dobtors.

(Jointly Administered)

HOTICE OF CURE AMOUNT WITH RESPECT TO EXECUTORY CONTRACT TO BE ASSUMED OR ASSUMED AND ASSIGNED UNDER PLAN OF REORGANIZATION

FLEASE TAKE NOTICE that on December 16, 2007 the United States Bankruptey Court for the Southern District of New York (the "Bankruptey Court") satered an order (the "Solicitation Procedures Order") (Docket No. 11389) (1) approving the disclosure statement (the "Disclosure Statement") with respect to the First Amended Solat Plan of Recognitization of Delphi Corporation and Comin Affiliates, Debtors and Debtors-in-Possession (the "Plan"), filed by Delphi Corporation and its affiliated debtors and debtors-in-possession (the "Debtors") and (ii) sufficient the Debtors to solicit votes on the Plan.

In accordance with the Solichation Procedures Order, the Debtors hereby provide notice of their intent to cure ("Cure") and sessent or essume and entign the contract(s) listed on <u>Schodule I</u> ettached haveto as provided in the Plan and the Disclosure Statement.

You must return this form in the envelope provided to Kontrovan Consultants LLC, 2335 Alarks Avenue, El Segundo, California 98245, Att's: Delphi Cure Claims, so as to be received by 7:36 p.m. (prevailing Eastern time) on January 11, 2802. If you fail to timely return this form, your contract(s) or image(s) will be assumed, or assumed and analysed, and you will be paid the cure amount listed an <u>Schedule I</u> in now common stock of reorganized Delphi and rights to participate in the discount rights offering in the propertions set forth in the Plan for holders of allowed general unsecured chims.

The Debtors' records reflect the amounts owing for prepatition arreatagns as set forth on lightednic I (the "Cure Amount"). Please failers the four steps helps und sign field notice to course that you recoive the Cure to which you are entitled.

#### Step 1

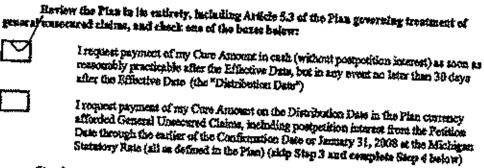
Please thack one of the boxes below:

Yes, I agree with the Care America listed on Schedule I (complete Step 2 below)

No. I disagree with the Care America Send on Schedule I (skip Step 2 and go to
Step 3 below)



#### Step 2



#### Hm 3

If you checked the box in Step 1 indicating that you disagree with the Cure Azzennt, or if you checked the box in Step 2 indicating that you want to be puid in each, you must sign and reserve this portion on an to be received an or prior to 7:20 past. (prevailing Eastern since) on Japanery 11, 2608. You must also flie an objection that states with specificity your asserted Cure amount, becausing appropriate decementalism thereof, on or before the 35th day following the effective date of the Flam, If you feel to receive this form by January II, 2500 but timely flound serve an objection in accordance with the procedures outlined lealon, or vice versu, your objection will not be cracidered, the Cure Amssurt asserted by the Debtors will be cantrolling, you will be paid the Corn Amount in Pian currency in such suge for, anway other things, the releases set forth in Article Il of the Plan, and your contract(s) will be necessed, or secured and uniqued (continue with Step 3 and also complete Step 4 helpte)

Olifordien Propostares. Objections to the proposed Cure Amount and/or the assumption or the summption and seeignment of the contract must (a) he in writing, (b) confirm to the Federal Rules of Security Procedure, the Local Bardruptcy Rules for the Southern District of New York, and the Supplemental Order Under 11 U.S.C. 55 102(1) And 105 And Ped. R. Benkr. F. 2002(m), 9006, 9007, And 9014 Benefitzining Ownelbur Houring Dates And Certain Notice, Case Management, And Administrative Procedures, sederad March 20, 2006 (Docket No. 2883), and the Solicitation Procedures Order, (c) be filed with the Bankruptcy Court in accordance with General Order M-242 (as amended) registered users of the Bankruptcy Courfe case thing system must file electronically, and all other partiesin-instruct must file on a 3.5 inch disk (preferably in Portable Document Format (PDF), WordPerfect, or any other Windows based word processing format), (d) be submitted in hard-copy them directly to the chambers of the Ronarable Robert D. Dreen, United States Benicoptary Indge, One Bowling Green, Room 632, New York, New York 10904, and (e) he served spon (i) Delphi Corporation, 5725 Delphi Drive. Troy, Michigan 48098 (Asth: General Commol), (ii) connect for the Dobtors, Stadden, Arps, State, Meagher & Flore LLP, 333 West Wacker Drive, Suite 2100, Chicago, Illinois 50506 (Atfn: John K. Lyons and Ron R. Moisler), (iii) commen for the agent under the postpetition credit facility, Davis Polk & Weedwolf, 450 Leningson Avenue, New York, New York 16017 (Afric: Donald Bernstein and Brien Resmick), (iv) counsel for the official committee of assecuted conditors, Latham & Watkins LLP, 285 Third Avenue, New York, New York 10022 (Anth: Robert J. Rosenberg and Mark A. Broude), (v) course) for the official committee of equity security holders, Fried, Frank, Harris, Shriver & Iscobson LLP, One New York Plans, New York, New York 19964 (Ast'n: Bonnie Steingart), (vi) counsel for A-D Acquisition Holdings, LLC do Appeloom Management L.P., White & Case LLP, Wachovic Financial Center, 200 South Biscoyne Bonlevard, Spice 4900, Milami, Ficricia 33131 (Antu: Thomas R. Lauria) and White & Case LLP, 1155 Average of the American, New York, New York 10036 (Auto: Giene M. Kintz and Gregory Psyce), (vil) commed for Herbringer Del-Auto Investment Company, Ltd., White & Case LLP,

Dated: New York, New York December 10, 2007

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

John Wm. Hutler, R. (JB 4711) George N. Pacagnicis (GP 0770) Ron E. Meisler (RM 3026) Nathan Strant (NS 7872) 333 West Waciner Drive, Suita 2100 Chicago, Ellipois 60606

- and -Kayahn A. Marafioti (KM 9632) Thomas J. Matz (The 5986) Foor Times Square New York, New York 10036

Attorneys for Delphi Corporation, 25 gl., Debtors and Debtors in-Possession



Wachovie Financial Center, 200 Scath Biscayne Bouleverd, Snite 4900, Mland, Florida 33131 (Atter Thomas B. Lennis) and White & Case LLP, 1153 Avenue of the Americae, New York, New York 10036 (Atta: John M. Raise and Gregory Pryor), and (viii) the Office of the United States Trustee for the Scothern Dietrict of New York, 33 Whiteinill Street, Suim 2100, New York, New York 10004 (Arth: Allicia M. Leonbard), in each case to be received as later than 4:60 p.m. (provailing Eastern time) on the 38th stay following the effective sints of the Fina (the "Care Objection Deadline"). Objections not timely filed and served in the manner set forth above will not be considered and will be deemed overruled.

If there is a dispute regarding (i) the name or amount of any Core, (ii) the shifty of the Reorganized Debice or say assigned to provide "adequate assimance of fitture performance" (within the meaning of section 365 of the Redouptry Code) under the contract or large to be assumed, or (within the meaning of section 365 of the Redouptry Code) under the contract or large to be assumed, or (iii) any other matter purtaining to assumption, or assumption and assignment, of the contract(s) or lesse(s), the Besimptoy Court will conduct a housing before the Houseable Robert D. Drain, United States Resimptoy Judge, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, Knoon 610, New York, New York 10004, at each date and time as the Court may schedule, and Cure will occur following the entry of a final order of the Bankruptcy Court resolving the dispute and approving the assumption or assumption and assignment, as the case may be; growing the dispute and thurs is a dispute as to the amount of Core that cannot be received consumerally among the parties, that if there is a dispute as to the amount of Core that cannot be received consumerally among the parties, the Debtors shall have the right to reject the courtest or lesse for a period of five days after entry of a final order contribitions a Core amount in excess of that provided by the Debtors.

#### SHO.4

Sign and return this form in the anvelope previded to Kartzman Cercen Consultants LiLC, 1335 Alexan Avenue, II Segunde, California 50245, Ast'ns Delphi Cure Claims, as as to be received by 7:50 p.m. (prevailing Kaptern time) on Jamescy 11, 1560. If you full to timely return this form, your content(s) or lease(s) will be commed, or accuracd and antigood, and you will be paid the participate in the discount rights affering to the proportions set forth in article 2 affects and return to the proportions set forth in article 2 affects affecting to the proportions set forth in article 2 affects affecting to

Company Name: ASM (april II, LI (assigned of JAL Checkman)  By: Many of JAL Checkman  Print Name: Many of Moule  Delphi Logal Information Hotlino: Delphi Logal Information Website:  Toll From: (800) 718-5305	Pl.
Print Name: Man Markow 12  Title: Managing Moule  Delphi Logal Information Forther	
Tide: Managing Moule Delphi Logal Information Floritors	
Tide: Managing Moule Delphi Logal Information Floritors	
Logal Information Hottime	
TOH Proc. (200) 710-2202	
Toli Free: (809) 718-5305 Despui Logal information Website: http://www.delphidochet.com	

Company Name: JAE Electronics, Inc.

By: Sakolane

Print Name: S. Takahashi

Title : President

## Schedule 1

Contract(s) to be assumed and/or assigned:	Cure amount:
DOISONTIJES	DLDIA
D058007738Q	\$\$. <b>#</b> 27,5 <b>}</b>
	· · · · · · · · · · · · · · · · · · ·
	<u> </u>
***************************************	
	······
	······································
	<u> </u>
	1

#### 05-44481-rdd Doc 12732-9 Filed 02/19/08 Entered 02/19/08 17:36:19 Exhibit D Part 3 Pg 98 of 112

#### Doug Wolfe

From:

Heather Berkowitz

Sent:

Friday, January 11, 2008 4:57 PM

To:

Doug Wolfe

Subject:

FW: Delphi Cure Agreement



Document.pdf (141 KO1

----Original Message-----

From: "Tom Hoffmann" < HoffmannT@jae.com> To: "Heather Berkowitz" < HLB@asmcapital.com>

Cc: "Akiko Harada" <HaradaA@jae.com>

Sent: 1/11/08 4:50 PM

Subject: FW: Delphi Cure Agreement

Dear Ns. Berkowitz,

Attached you will find the ASM cover letter and Notice of Cure Amount documents signed by JAE. I left you a voicemail inquiring as to whether or not the cover letter signature nceded to be notarized as there is a section for a notary's acknowledgment at the bottom of the signature page. In the interest of expediting the matter, I have sent the letter without notarization. If notarization is required, let me know and I will notarize the document and resend it on Monday, January 14.

Tom Hoffmann

Asst. Gen. Mgr. Admin.

Tel: 949 753 2652 Fax: 949 753 2698

email: hoffmannt@jae.com

----Original Message-----

From: JAE Scanner (mailto:admin@jag.com) Sent: Friday, January 11, 2008 1:45 PM

To: Tom Hoffmann

Subject:

Please open the attached document. This document was digitally sent to you using an HP Digital Sending device.

For more information on HP MFP Digital Sending please visit:

http://www.hp.com/go/HP_Digital_Sender_Module.com

# ASM CAPITAL

7600 JERICKO TURNPIKE, SUITE 362 · WOODBURY, NY · 11797 PHONE: (\$16) 224-6040 · FAX: (\$16) 224-6049

#### A BOARD MEMBER OF THE TRADE CLAIM BUYERS ASSOCIATION

January 11, 2008

#### BY FACSIMILE AND U.S. MAIL

Douglas Wolfe, Esq. General Counsel ASM Capital 7600 Jericho Turnpike, Suite 302 Woodbury, NY 11797 (516) 224-6040 ext 102

Re: In re Delpht Corporation, et al., ("Delphi") Case No. 06-44481 (RDD) ("Case")

Dear Mr. Wolfe:

Reference is made to that certain Assignment of Claim Agreement executed on or about 2/15/06 (the "Transfer Agreement"), whereby we AUTOMATIC SPRING PRODUCTS RFT CORP ("Transferor") transferred to ASM Capital L.P. ("ASM") all right, title and interest in the claim or claims against Delphi (the "Claim") in the above referenced Case. I am writing to confirm that pursuant to the Transfer Agreement, Transferor transferred to ASM Capital, among other things, all right, title and interest of the Transferor to any cure payments to be made by Delphi Corporation and/or any of its affiliates ("Delphi") on account of the Claim, including, among other rights, the right to elect to take cash or plan currency for the cure payment. As such, ASM was within its rights to execute on its behalf on behalf of the Transferor the Notice Of Cure Amount With Respect To Executory Contract To Be Assumed Or Assumed And Assigned Under Plan Of Reorganization, dated December 10, 2007 sent to Transferor by Delphi (or its agent) on account of the Claim (the "Cure Notice Form").

In addition, and in an abundance of caution, to the extent the Transfer Agreement and the foregoing paragraph are deemed by a court of competent jurisdiction to be insufficient to validate the Cure Notice Form and/or ASM's signature thereon, I, on behalf of the Transferor, hereby appoint ASM as the Transferor's attorney-in-fact and agent with the sole and exclusive power to execute the Cure Notice Form on the Transferor's behalf. The foregoing power of attorney is limited solely to the execution of the Cure Notice Form and shall not be construed as granting ASM power of attorney for Transferor for any other purpose. By granting ASM said power of attorney and appointing ASM as Transferor's attorney-in-fact and agent, Transferor ratifles ASM's previous execution of the Cure Notice Form.

It is understood and intended by the Transferor that this letter may be used by ASM in the Delphi bankruptcy case in connection with the Claim and that this letter may be publicly filed.

Sincerely,
NAME TO THE
THILE PRESEDENT
Transferor: AUTOMATIC SPRING PRODUCTS EFT CORP
Tel. (616) 842-7800
Fax (616) 842-4380
DATE_ JAN. 11, 2008
Acknowledgement
STATE OF MICHIGAN
COUNTY OF Oz TAWA
The foregoing instrument was acknowledged before me this // THay of JANHARY , 2008 by STEVEN P. /ho RELAND [YOUR FULL LEGAL NAME], who is personally known to me er who has produced as identification.
Milda A. Milla Signature of person taking acknowledgment
Name typed, printed, or stamped
TREASURER.

Serial number (if applicable)

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK	
	×
	;
în te	; Chapter 11
	;
DELPHI CORPORATION, et al.,	: Case No. 05-44481 (RDD)
	;
Debtore.	: (Jointly Administered)
	;
***********	X
NOTICE OF CURE AMOUNT WITH:	RESPECT TO EXECUTORY CONTRACT
* * * *	SIGNED UNDER PLAN OF REORGANIZATION

PLEASE TAKE NOTICE that on December 10, 2007 the United States Bankruptcy Coart for the Southern District of New York (the "Bankruptcy Court") entered an order (the "Selloitation Procedures Order") (Docket No. 11389) (I) approving the disclosure statement (the "Disclosure Statement") with respect to the First Amended Joint Plan of Reorganization of Delphi Corporation and Certain Affiliates, Debtors and Debtors-in-Possession (the "Plan"), filed by Delphi Corporation and its affiliated debtors and debtors-in-possession (the "Debtors") and (ii) authorizing the Debtors to solicit votes on the Plan.

In accordance with the Solicitation Procedures Order, the Debtors hereby provide notice of their intent to care ("Cure") and assume or assume and assign the contract(s) listed on <u>Schedule 1</u> attached hereto as provided in the Plan and the Disclosure Statement.

You must return this form in the envelope provided to Kurtzman Carson Consultants LLC, 2335 Alaska Avenue, El Segando, California 90245, Att'n: Delphi Cure Claims, so as to be <u>received</u> by 7:00 p.m. (prevailing Eastern time) on January 11, 2808. If you fail to timely return this form, your contract(s) or lease(s) will be assumed, or assumed and assigned, and you will be paid the cure amount listed on <u>Schedule 1</u> in new common stock of reorganized Delphi and rights to participate in the discount rights offering in the proportions set forth in the Plan for holders of allowed general unsecured claims.

The Debtors' records reflect the amounts owing for propetition arrearages as set forth on Schedule I (fee "Cure Amount"). Please follow the four steps below and sign this notice to ensure that you receive the Cure to which you are entitled.

#### Step 1

Please check one of the boxes below:

Yes, I agree with the Cure Amount listed on Schedule I (complete Step 2 below)

No. I disagree with the Cure Amount listed on Schedule I (skip Step 2 and go to Step 3 below)

CX100139 CX100139

#### Step 2

Review the Plan in its entirety, including Article 5.3 of the Pian governing treatment of general unsecured claims, and check one of the boxes below:

I request payment of my Cure Amount in cash (without postpoidion interest) as soon as reasonably practicable after the Effective Date, but in any event no later than 30 days after the Effective Date (the "Distribution Date")

I request payment of my Cure Amount on the Distribution Date in the Plan currency afforded General Unsecured Claims, including postpolition interest from the Petition Date through the earlier of the Confirmation Date or Japuary 31, 2008 at the Michigan Statutory Rate (all as defined in the Plan) (skip Step 3 and complete Step 4 below)

#### Stop 3

If you checked the box in Step I indicating that you disagree with the Cure Amount, or if you checked the box in Step 2 indicating that you want to be paid in each, you must sign and return this notice on as to be received on or prior to 7:00 p.m. (prevailing Eastern time) on January II, 2008. You must also file an objection that states with specificity your asserted Cure amount, including appropriate documentation thereof, on or before the 30th day following the effective date of the Flan. If you fail to return this form by January II, 2008 but timely file and serve an objection in accordance with the procedures outlined below, or vice versa, your objection will not be considered, the Cure Amount asserted by the Debtors will be controlling, you will be paid the Cure Amount in Fina currency in exchange for, among other things, the releases set forth in Article II of the Flan, and your contract(s) will be assumed, or assumed and assigned. (continue with Step 3 and also complete Step 4 below)

Objection Procedures. Objections to the proposed Cure Amount and/or the assumption or the assumption and assignment of the contract must (a) be in writing, (b) conform to the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Southern District of New York, and the Supplemental Order Under 11 U.S.C. §§ 102(1) And 105 And Fed. R. Bankr, P. 2002(m), 9006, 9007, And 9014 Establishing Omnibus Hearing Dates And Certain Notice, Case Management, And Administrative Procedures, entered March 20, 2006 (Docket No. 2883), and the Solichnica Procedures Order, (c) be filed with the Bankruptcy Court in accordance with General Order M-242 (as amended) registered users of the Bankroptcy Court's cuse filing system must file electronically, and all other partiesin-interest must file on a 3.5 inch dick (preferably in Portable Document Formal (PDF), WordPerfect, or any other Windows-based word processing format), (d) be submitted in hard-copy form directly to the chambers of the Honorable Robert D. Drain, United States Bankraptcy Judge, One Bowling Green, Room 632, New York, New York 10004, and (e) be served upon (I) Delphi Corporation, 5725 Delphi Drive, Troy, Michigan 48098 (Attn: General Counsel), (ii) counsel for the Debtors, Skaddan, Arps, State, Mengher & Flom LLP, 333 West Wecker Drive, Suite 2100, Chicago, Illinois 60605 (Art'n: John K. Lyons and Ron B. Meister), (iii) counsel for the agent under the postpetition credit facility, Davis Polk & Wardwell, 450 Lexington Avenue, New York, New York 10017 (Att'n: Denald Bernstein and Brian Remick), (iv) coursel for the official committee of unsecured creditors, Lathern & Watkins LLP, 885 Third Avenue, New York, New York 10022 (Ast'n: Robert J. Rosenberg and Mark A. Broade), (v) counsel for the official committee of equity security holders, Fried, Frank, Harris, Shriver & Jacobson LLP, One New York Plaze, New York, New York 10004 (Attn: Bonnie Steingent), (vi) counsel for A-D Acquisition Holdings, LLC c/o Appaloosa Management L.P., White & Case LLP, Wachovia Pinancial Center, 200 South Biscayne Boulevard, Suite 4908, Miami, Florida 33131 (Auth: Thomas B. Lauria) and White & Case LLP, 1155 Avenue of the Americas, New York, New York 10036 (Att'n: Glenn M. Kurtz and Gregory Pryor), (vii) counsel for Harbinger Del-Auto Investment Company, Ltd., White & Case LLP,

> RD006022289 CN00139 0544481071220105244600148

Wachovia Financial Center, 200 South Biscayne Boulevard, Suite 4900, Miami, Florida 33131 (Att'n: Thomas E. Lauria) and White & Case LLP, 1155 Avenue of the Americas, New York, New York 10036 (Att'n: John M. Reiss and Gregory Pryor), and (viii) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, Suite 2100, New York, New York 10004 (Att'n: Alicia M. Leonhard), in each case so as to be received no inter than 4:00 p.m. (prevailing Eastern time) on the 30th day following the effective date of the Plan (the "Cura Objection Deadline"). Objections not timely filed and served in the manner set forth above will not be considered and will be deemed overruled.

If there is a dispute regarding (i) the nature or amount of any Cure, (ii) the ability of the Reorganized Debtor or any assignee to provide "adequate assurance of future performance" (within the meaning of section 365 of the Bankruptcy Code) under the contract or lease to be assumed, or (iii) any other matter pertaining to assumption, or assumption and assignment, of the contract(s) or lease(s), the Bankruptcy Court will conduct a hearing before the Honorable Robert D. Drain, United States Bankruptcy Judge, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, Room 610, New York, New York 10004, at such date and time as the Court may schedule, and Cure will occur following the entry of a final order of the Bankruptcy Court resolving the dispute and approving the assumption or assumption and assignment, as the case may be; provided, however, that if there is a dispute as to the amount of Cure that cannot be resolved consensually among the parties, the Debtors shall have the right to reject the contract or lease for a period of five days after entry of a final order establishing a Cure amount in excess of final provided by the Debtors.

#### Step 4

Sign and return this form in the covelope provided to Kurtzman Carson Consultants LLC, 2335 Alaska Avenue, El Segundo, California 90245, Att'n: Deiphl Cure Claims, so as to be received by 7:00 p.m. (prevailing Eastern time) on January 11, 2008. If you fail to timely return this form, your contract(s) or lease(s) will be assumed, or assumed and assigned, and you will be paid the Cure amount listed on Schedule 1 in new common stack of reorganized Delphi and rights to participate in the discount rights offering in the proportions set forth in Article S.3 of the Plan.

Company Name: ASAN Capthel LP (assisted of Arthuratic Spring Rodins)

Print Name:

Title:

Managing Member

PRESEDENT

Delphi Legal Information Hotlins:

Toll Free: (800) 718-5305 International: (248) 813-2698 Delphi Legal Information Website: http://www.delphidocket.com

3

Dated: New York, New York Documber 10, 2007

skadden, arps, slate, meacher & flom LLP

John Wm. Butler, Jr. (JB 4711) George N. Panagakis (GP 0770) Ron E. Melsler (RM 3026) Nathan Steart (NS 7872) 333 West Wacker Drive, Suits 2100 Chicago, Illinois 60606

- and -Kayalyn A. Marafioti (KM 9632) Thomas J. Matz (TM 5986) Four Times Square New York, New York 10036

Attorneys for Delphi Corporation, et al., Debtors and Debtors-in-Possession

RD006012289 CN09139

## Schedule 1

Contract(s) to be assumed and/or assigned:	Cure amount:
De350005405	\$9,386.26
\$AG9010789	\$21,478.42
\$AQ90H558	\$660.00
9A09012345	\$0.90
4	
	,
-	

SOUTHERN DISTRICT OF NEW YORK		
	x	
In re	;	Chapter 11
DELPHI CORPORATION, et al.	;	Case No. 05-44481 (RDD)
Delnors.	;	(Jointly Administered)
NAME OF ASSOCIATION OF A SECOND OF A SECON	x	

NOTICE OF CURE AMOUNT WITH RESPECT TO EXECUTORY CONTRACT TO BE ASSUMED OR ASSUMED AND ASSIGNED UNDER PLAN OF REORGANIZATION

PLEASE TAKE NOTICE that on December 10, 2007 the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") entered an order (the "Solicitation Procedures Order") (Docket No. 11389) (i) approving the disclosure statement (the "Disclosure Statement") with respect to the First Amended Joint Plan of Reorganization of Delphi Corporation and Certain Affiliates, Debtors and Debtors-In-Possession (the "Plan"), filed by Delphi Corporation and its affiliated debtors and debtors-in-possession (the "Debtors") and (ii) authorizing the Debtors to solicit votes on the Plan.

In accordance with the Solicitation Procedures Order, the Debtors hereby provide notice of their intent to cure ("Cure") and assume or assume and assign the contract(s) listed on <u>Schedule i</u> muched hereto as provided in the Plan and the Disclosure Statement.

You must return this form in the envelope provided to Kurtzman Carson Consultants LLC, 2335 Alaska Avenue, El Segundo, California 90245, Att'n: Delphi Cure Claims, so as to be received by 7:00 p.m. (prevailing Eastern time) on January 11, 2008. If you fail to timely return this form, your contract(s) or lease(s) will be assumed, or assumed and assigned, and you will be paid the cure amount listed on Schedule 1 in new common stock of reorganized Delphi and rights to participate in the discount rights offering in the proportions set forth in the Plan for holders of allowed general unsecured claims.

The Debtors' records reflect the amounts owing for prepetition arrearages as set forth on Schedule 1 (the "Cure Amount"). Please follow the four steps below and sign this notice to ensure that you receive the Cure to which you are entitled.

Please check one of the boxes below:

Yes, I agree with the Cure Amount listed on Schedule I (complete Step 2 below)

No. I disagree with the Cure Amount listed on Schedule I (skip Step 2 and go to Step 3 below)



#### Step 2

gen	Review the Plan in its entirety, including Article 5.3 of the Plan governing treatment of ral unsecured claims, and check one of the boxes below:
	I request payment of my Cure Amount in cash (without postpetition interest) as soon as reasonably practicable after the Effective Date, but in any event no later than 30 days after the Effective Date (the "Distribution Date")
	I request payment of my Cure Amount on the Distribution Date in the Plan currency afforded General Unsecured Claims, including postpetition interest from the Petition Date through the earlier of the Confirmation Date or January 31, 2008 at the Michigan Statutory Rate (all as defined in the Plan) (skip Step 3 and complete Step 4 helps)

#### Step 3

If you checked the box in Step 1 Indicating that you disagree with the Cure Amount, or if you checked the box in Step 2 indicating that you want to be paid in cash, you must sign and return this notice so as to be received on or prior to 7:00 p.m. (prevailing Eastern time) on January 11, 2008. You must also file an objection that states with specificity your asserted Cure amount, including appropriate documentation thereof, on or before the 30th day following the effective date of the Plan. If you fall to return this form by January 11, 2008 but timely file and serve an objection in accordance with the procedures cullined below, or vice versa, your objection will not be considered, the Cure Amount asserted by the Debtors will be controlling, you will be paid the Cure Amount in Plan currency in exchange for, among other things, the releases set forth in Article 11 of the Plan, and your contract(s) will be assumed, or assumed and assigned. (continue with Step 3 and also complete Step 4 below)

Objection Procedures. Objections to the proposed Cure Amount and/or the assumption or the assumption and assignment of the contract must (a) be in writing, (b) conform to the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Southern District of New York, and the Supplemental Order Under 11 U.S.C. §§ 102(1) And 105 And Fed. R. Bankr. P. 2002(m), 9006, 9007. And 9014 Establishing Omnibus Hearing Dates And Certain Notice, Case Management, And Administrative Procedures, entered March 20, 2006 (Docket No. 2883), and the Solicitation Procedures Order, (c) he filed with the Bankruptcy Court in accordance with General Order M-242 (as amended) registered users of the Bankruptcy Court's case filing system must file electronically, and all other partiesin-interest must file on a 3.5 inch disk (preferably in Portable Document Format (PDF), WordPerfect, or any other Windows-based word processing format), (d) be submitted in hard-copy form directly to the chambers of the Honorable Robert D. Drain, United States Bankruptcy Judge, One Bowling Green, Room 632, New York, New York 10004, and (e) be served upon (i) Delphi Corporation, 5725 Delphi Drive, Troy, Michigan 48098 (Auth: General Counsel), (ii) counsel for the Debtors, Skadden, Arps, Slate, Mengher & Flom LLF, 333 West Wacker Drive, Sulte 2100, Chicago, Illinois 60606 (Att'n: John K. Lyons and Ron E. Meisler), (iii) counsel for the agent under the postpetition credit facility, Davis Polk & Wardwell, 450 Lexington Avenue, New York, New York 10017 (Aith: Donald Bernstein and Brian Resnick), (iv) counsel for the official committee of unsecured creditors, Latham & Watkins LLP, 885 Third Avenue, New York, New York 10022 (Att'n: Robert J. Rosenberg and Mark A. Broude), (v) counsel for the official committee of equity security holders, Fried, Frank, Harris, Shriver & Jacobson LLP, One New York Plaza, New York, New York 10004 (Arth: Bonnie Steingart), (vi) counsel for A-D Acquisition Holdings, LLC co Appaloosa Management L.P., White & Case LLP, Wachovin Financial Center, 200 South Biscayne Boulevard, Suite 4900, Miami, Florida 33131 (All'n: Thomas E. Lauria) and White & Case LLP, 1155 Avenue of the Americas, New York, New York 10036 (Au'n: Glenn M. Kurtz and Gregory Pryor), (vii) counsel for Harbinger Del-Auto Investment Company, Ltd., White & Case LLP.

Wachovia Financial Center, 200 South Biscayne Boulevard, Suite 4900, Miami, Florida 33131 (Au'n: Thomas E. Lauria) and White & Case LLP, 1155 Avenue of the Americas, New York, New York 10036 (Att'n: John M. Reiss and Gregory Pryor), and (viii) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, Suite 2100, New York, New York 10004 (Att'n: Alicia M. Leonhard), in each case so as to be received no later than 4:00 p.m. (prevailing Eastern time) on the 30th day following the effective date of the Plan (the "Cure Objection Deadline"). Objections not timely filed and served in the manner set forth above will not be considered and will be deemed

If there is a dispute regarding (i) the nature or amount of any Cure, (ii) the ability of the Reorganized Debtor or any assignce to provide "adequate assurance of future performance" (within the meaning of section 365 of the Bankruptcy Code) under the contract or lease to be assumed, or (iii) any other matter pertaining to assumption, or assumption and assignment, of the contract(s) or lease(s), the Bankruptey Court will conduct a hearing before the Honorable Robert D. Drain, United States Bankruptcy Judge, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, Room 510, New York, New York 10004, at such date and time as the Court may schedule, and Cure will occur following the entry of a final order of the Bankruptcy Court resolving the dispute and approving the assumption or assumption and assignment, as the case may be; provided, however, that if there is a dispute as to the amount of Cure that cannot be resolved consensually among the parties, the Debtors shall have the right to reject the contract or lease for a period of five days after entry of a final order establishing a Cure amount in excess of that provided by the Debtors.

#### Step 4

Sign and return this form in the envelope provided to Kurtzman Carson Consultants LLC, 2335 Alaska Avenue, El Segundo, California 90245, Att'n; Dalphi Cure Claims, so as to be received by 7:00 p.m. (prevaling Eastern time) on January 11, 2008. If you fail to timely return this form, your contract(s) or lease(s) will be assumed, or assumed and assigned, and you will be paid the Cure amount listed on Schedule I in new common stock of reorganized Delphi and rights to participate in the discount rights offering in the proportions set forth in Article 5.3 of the Pian.

CAPITAL FILP (ASTRONO OF R7 Mono Maris) RF Mono Littles , The James P. Freley Valcus course

Print Name:

Title:

Delphi Legal Information Hotline: Toll Pree: (800) 718-5305

International: (248) 813-2698

Delphi Legal Information Website: http://www.delphidocket.com

RD096817002

CN01096

3

Dated: New York, New York December 10, 2007

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

John Wm. Butler, Jr. (IB 4711)
George N. Panagakis (GP 0770)
Ron E. Meisler (RM 3026)
Nathan Stuart (NS 7872)
333 West Wacker Drive, Sulte 2100
Chicago, Hinois 60606

- and Kayalyn A. Marafloti (KM 9632)
Thomas J. Matz (TM 5986)
Four Times Square
New York, New York 10036

Attorneys for Delphi Corporation, et al., Debtors and Debtors-in-Possession

Page 2 of 4

Heather,
We will need to have these documents reviewed by our legal consultants before signing. Does not look like we will have this completed today.
dan
>>> "Heather Berkowitz" <hlb@asmcapital.com> 1/11/2008 3:08:50 pm &gt;&gt;&gt;</hlb@asmcapital.com>
HI Dan-
WHEN CAN WE EXPECT THESE DOCS? WE ARE ANXIOUSLY AWAITING>
Heather Berkowitz Associate General Counsel ASM CAPITAL, 7600 Jericho Turnpike, Suite 302 Woodbury, NY 11797 (516) 224-6040 x115
From: Dan Wintroub [mailto:DWintroub@rfm.com] Sent: Friday, January 11, 2008 12:12 PM To: Heather Berkowitz Cc: Doug Wolfe Subject: Re: ASM CAPITAL re; DELPHI
Hi Heather,
We will get these documents signed and returned shortly.
Thanks,
dan
>>> "Heather Berkowitz" <hlb@asmcapital.com> 1/11/2008 10:16:58 am &gt;&gt;&gt;</hlb@asmcapital.com>

To Dan.

The attached document is a standard cover letter we will be sending along with the Notice of Cure Amount that you had previously emailed to us. Please sign and resend that letter to us via fax or email. The Notice of Cure is also attached. Please fully execute the Notice of Cure. Please sign your name, print your name, and include your company name and your title. This information can be placed adjacent to Adam's Moskowitz's signature on the last page of the document.

Our fax number is 516.224.6049. You may also email me and please be sure to ce: dwolfe@asmcapital.com

It is urgent that we get this information as soon as possible.

Thank you so very much for your continued cooperation.

Please contact me with any questions or concerns,

Best Regards,

Heather Berkowitz

Associate General Counsel

Page 4 of 4

ASM CAPITAL

7600 Jericho Turnpike, Suice 302

Woodbury, NY 11797

(516) 224-6040 x115